


STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 3

AMENDED REPORT ☐

APPLICATION FOR PERMIT TO DRILL						1. WELL NAME and NUMBER 5-32D-36 BTR				
2. TYPE OF WORK DRILL NEW WELL <input checked="" type="checkbox"/> REENTER P&A WELL <input type="checkbox"/> DEEPEN WELL <input type="checkbox"/>						3. FIELD OR WILDCAT CEDAR RIM				
4. TYPE OF WELL Oil Well Coalbed Methane Well: NO						5. UNIT or COMMUNITIZATION AGREEMENT NAME				
6. NAME OF OPERATOR BILL BARRETT CORP						7. OPERATOR PHONE 303 312-8164				
8. ADDRESS OF OPERATOR 1099 18th Street Ste 2300, Denver, CO, 80202						9. OPERATOR E-MAIL dspencer@billbarrettcorp.com				
10. MINERAL LEASE NUMBER (FEDERAL, INDIAN, OR STATE) 20G0005608			11. MINERAL OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input checked="" type="checkbox"/> STATE <input type="checkbox"/> FEE <input type="checkbox"/>			12. SURFACE OWNERSHIP FEDERAL <input type="checkbox"/> INDIAN <input type="checkbox"/> STATE <input type="checkbox"/> FEE <input checked="" type="checkbox"/>				
13. NAME OF SURFACE OWNER (if box 12 = 'fee') Ricky and Sandra Nelson						14. SURFACE OWNER PHONE (if box 12 = 'fee') 435-680-7246				
15. ADDRESS OF SURFACE OWNER (if box 12 = 'fee')						16. SURFACE OWNER E-MAIL (if box 12 = 'fee')				
17. INDIAN ALLOTTEE OR TRIBE NAME (if box 12 = 'INDIAN') Uintah and Ouray			18. INTEND TO COMMINGLE PRODUCTION FROM MULTIPLE FORMATIONS YES <input type="checkbox"/> (Submit Commingling Application) NO <input checked="" type="checkbox"/>			19. SLANT VERTICAL <input type="checkbox"/> DIRECTIONAL <input checked="" type="checkbox"/> HORIZONTAL <input type="checkbox"/>				
20. LOCATION OF WELL	FOOTAGES		QTR-QTR	SECTION	TOWNSHIP	RANGE	MERIDIAN			
LOCATION AT SURFACE	1800 FNL 607 FWL		SWNW	32	3.0 S	6.0 W	U			
Top of Uppermost Producing Zone	1980 FNL 811 FWL		SWNW	32	3.0 S	6.0 W	U			
At Total Depth	1980 FNL 810 FWL		SWNW	32	3.0 S	6.0 W	U			
21. COUNTY DUCESNE			22. DISTANCE TO NEAREST LEASE LINE (Feet) 810			23. NUMBER OF ACRES IN DRILLING UNIT 160				
			25. DISTANCE TO NEAREST WELL IN SAME POOL (Applied For Drilling or Completed) 2282			26. PROPOSED DEPTH MD: 9537 TVD: 9520				
27. ELEVATION - GROUND LEVEL 6460			28. BOND NUMBER LPM8874725			29. SOURCE OF DRILLING WATER / WATER RIGHTS APPROVAL NUMBER IF APPLICABLE Duchesne City Culinary Water Dock				
Hole, Casing, and Cement Information										
String	Hole Size	Casing Size	Length	Weight	Grade & Thread	Max Mud Wt.	Cement	Sacks	Yield	Weight
Cond	26	16	0 - 80	65.0	Unknown	8.8	Unknown	0	0.0	0.0
Surf	12.25	9.625	0 - 2800	36.0	J-55 ST&C	8.8	Halliburton Light , Type Unknown	410	3.16	11.0
							Halliburton Premium , Type Unknown	210	1.36	14.8
Prod	8.75	5.5	0 - 9537	17.0	P-110 LT&C	9.7	Unknown	610	2.31	11.0
							Unknown	950	1.42	13.5
ATTACHMENTS										
VERIFY THE FOLLOWING ARE ATTACHED IN ACCORDANCE WITH THE UTAH OIL AND GAS CONSERVATION GENERAL RULES										
<input checked="" type="checkbox"/> WELL PLAT OR MAP PREPARED BY LICENSED SURVEYOR OR ENGINEER					<input checked="" type="checkbox"/> COMPLETE DRILLING PLAN					
<input checked="" type="checkbox"/> AFFIDAVIT OF STATUS OF SURFACE OWNER AGREEMENT (IF FEE SURFACE)					<input type="checkbox"/> FORM 5. IF OPERATOR IS OTHER THAN THE LEASE OWNER					
<input checked="" type="checkbox"/> DIRECTIONAL SURVEY PLAN (IF DIRECTIONALLY OR HORIZONTALLY DRILLED)					<input checked="" type="checkbox"/> TOPOGRAPHICAL MAP					
NAME Tracey Fallang			TITLE Regulatory Manager			PHONE 303 312-8134				
SIGNATURE			DATE 05/12/2011			EMAIL tfallang@billbarrettcorp.com				
API NUMBER ASSIGNED 43013507560000			APPROVAL  Permit Manager							

DRILLING PLAN**BILL BARRETT CORPORATION****5-32D-36 BTR Well Pad**

SW NW, 1800' FNL, 607' FWL, Section 32, T3S, R6W, USB&M (surface hole)

SW NW, 1980' FNL, 810' FWL, Section 32, T3S, R6W, USB&M (bottom hole)

Duchesne County, Utah

1 - 2. Estimated Tops of Geological Markers and Formations Expected to Contain Water, Oil and Gas and Other Minerals

<u>Formation</u>	<u>Depth – MD</u>	<u>Depth – TVD</u>
Lower Green River*	4818'	4810'
Douglas Creek	5656'	5640'
Black Shale	6507'	6490'
Castle Peak	6637'	6620'
Uteland Butte	6967'	6950'
Wasatch*	7357'	7340'
TD	9537'	9520'

***PROSPECTIVE PAY**

The Wasatch and the Lower Green River are primary objectives for oil/gas.

3. BOP and Pressure Containment Data

<u>Depth Intervals</u>	<u>BOP Equipment</u>
0 – 2800'	No pressure control required
2800' – TD	11" 5000# Ram Type BOP 11" 5000# Annular BOP
- Drilling spool to accommodate choke and kill lines;	
- Ancillary equipment and choke manifold rated at 5,000 psi. All BOP and BOPE tests will be in accordance with the requirements of onshore Order No. 2;	
- The BLM and the State of Utah Division of Oil, Gas and Mining will be notified 24 hours in advance of all BOP pressure tests.	
- BOP hand wheels may be underneath the sub-structure of the rig if the drilling rig used is set up To operate most efficiently in this manner.	

4. Casing Program

<u>Hole Size</u>	<u>SETTING DEPTH</u>		<u>Casing Size</u>	<u>Casing Weight</u>	<u>Casing Grade</u>	<u>Thread</u>	<u>Condition</u>
	<u>(FROM)</u>	<u>(TO)</u>					
26"	Surface	80'	16"	65#			
12 1/4"	Surface	2800'	9 5/8"	36#	J or K 55	BT&C	New
8 3/4"	Surface	TD	5 1/2"	17#	P-110	LT&C	New
NOTE: In addition, 8 3/4" hole size may change to 7 7/8" at the point the bit is changed out.							

Bill Barrett Corporation
Drilling Program
#5-32D-36 BTR
Duchesne County, Utah

5. **Cementing Program**

Casing	Cementing
16" Conductor Casing	<i>Grout</i>
9 5/8" Surface Casing	<p><i>Lead</i> with approximately 410 sx Halliburton Light Premium with additives mixed at 11.0 ppg (yield = 3.16 ft³/sx) circulated to surface with 75% excess. Top of lead estimated at surface.</p> <p><i>Tail</i> with approximately 210 sx Halliburton Premium cement with additives mixed at 14.8 ppg (yield = 1.36 ft³/sx), calculated hole volume with 75% excess. Top of tail estimated at 2300'.</p>
5 1/2" Production Casing	<p><i>Lead</i> with approximately 610 sx Tuned Light cement with additives, mixed at 11.0 ppg (yield = 2.31 ft³/sx,) . Top of lead estimated at 2300'.</p> <p><i>Tail</i> with approximately 950 sx Halliburton Econocem cement with additives mixed at 13.5 ppg (yield = 1.42 ft³/sx). Top of tail estimated at 6007'.</p>

6. **Mud Program**

<u>Interval</u>	<u>Weight</u>	<u>Viscosity</u>	<u>Fluid Loss</u> (API filtrate)	<u>Remarks</u>
0' – 80'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
80' – 2800'	8.3 – 8.8	26 – 36	NC	Freshwater Spud Mud Fluid System
2800' – TD	8.6 – 9.7	42-52	20 cc or less	DAP Polymer Fluid System
Note: Sufficient mud materials to maintain mud properties, control lost circulation and to contain "kicks" will be available at wellsite. BBC may require minor amounts of diesel to be added to its fluid system in order to reduce torque and drag.				

7. **Testing, Logging and Core Programs**

Cores	None anticipated
Testing	None anticipated; drill stem tests may be run on shows of interest;
Sampling	30' to 50' samples; surface casing to TD. Preserve samples all show intervals;
Surveys	MWD as needed to land wellbore;
Logging	DIL-GR-SP, FDC-CNL-GR-CALIPER-Pe-Microlog, Sonic-GR (all TD to surface). FMI & Sonic Scanner to be run at geologist's discretion.
NOTE: If BBC pursues the "Alternate" program, a suite of the above logs will be run on both the intermediate and production hole sections.	

Bill Barrett Corporation
Drilling Program
#5-32D-36 BTR
Duchesne County, Utah

8. Anticipated Abnormal Pressures or Temperatures

No abnormal pressures or temperatures or other hazards are anticipated.

Maximum anticipated bottom hole pressure equals approximately 4802 psi* and maximum anticipated surface pressure equals approximately 2707 psi** (bottom hole pressure minus the pressure of a partially evacuated hole calculated at 0.22 psi/foot).

*Max Mud Wt x 0.052 x TD = A (bottom hole pressure)

**Maximum surface pressure = A – (0.22 x TD)

9. Auxiliary Equipment

- a) Upper kelly cock; lower Kelly cock will be installed while drilling
- b) Inside BOP or stab-in valve (available on rig floor)
- c) Safety valve(s) and subs to fit all string connections in use
- d) Mud monitoring will be visually observed

10. Location and Type of Water Supply

Water for the drilling and completion will be trucked from the Duchesne City Culinary Water Dock located in Sec. 1, T4S, R5W.

11. Drilling Schedule

Location Construction:	August 2011
Spud:	August 2011
Duration:	15 days drilling time
	45 days completion time

PRESSURE CONTROL EQUIPMENT – Schematic Attached

A. Type: Eleven (11) Inch Double Gate Hydraulic BOP with Eleven (11) Inch Annular Preventer. The blow out preventer will be equipped as follows:

1. One (1) blind ram (above).
2. One (1) pipe ram (below).
3. Drilling spool with two (2) side outlets (choke side 3-inch minimum, kill side 2-inch minimum).
4. 3-inch diameter choke line.
5. Two (2) choke line valves (3-inch minimum).
6. Kill line (2-inch minimum).
7. Two (2) chokes with one (1) remotely controlled from the rig floor.
8. Two (2) kill line valves, and a check valve (2-inch minimum).
9. Upper and lower kelly cock valves with handles available.
10. Safety valve(s) & subs to fit all drill string connections in use.
11. Inside BOP or float sub available.
12. Pressure gauge on choke manifold.
13. Fill-up line above the uppermost preventer.

B. Pressure Rating: 5,000 psi

C. Testing Procedure:

Annular Preventer

At a minimum, the Annular Preventer will be pressure tested to 50% of the rated working pressure for a period of ten (10) minutes or until provisions of the test are met, whichever is longer.

At a minimum the above pressure test will be performed:

1. When the annular preventer is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition, the Annular Preventer will be functionally operated at least weekly.

Blow-Out Preventer

At a minimum, the BOP, choke manifold, and related equipment will be pressure tested to the approved working pressure of the BOP stack (if isolated from the surface casing by a test plug) or to 70% of the internal yield strength of the surface casing (if the BOP is not isolated from the casing by a test plug). Pressure will be

maintained for a period of at least ten (10) minutes or until the requirements of the test are met, whichever is longer.

At a minimum, the above pressure test will be performed:

1. When the BOP is initially installed;
2. Whenever any seal subject to test pressure is broken;
3. Following related repairs; and
4. At thirty (30) day intervals.

In addition the pipe and blind rams will be activated each trip, but not more than once each day. All BOP drills and tests will be recorded in the IADC driller's log.

D. Choke Manifold Equipment:

All choke lines will be straight lines unless turns use tee blocks or are targeted with running tees, and will be anchored to prevent whip and vibration.

E. Accumulator:

The accumulator will have sufficient capacity to open the hydraulically-controlled choke line valve (if so equipped), close all rams plus the annular preventer, and retain a minimum of 200 psi above precharge on the closing manifold without the use of closing unit pumps. The fluid reservoir capacity will be double the usable fluid volume of the accumulator system capacity and the fluid level of the reservoir will be maintained at the manufacturer's recommendations.

The BOP system will have two (2) independent power sources to close the preventers. Nitrogen bottles (3 minimum) will be one (1) of these independent power sources and will maintain a charge equal to the manufacturer's specifications.

The accumulator precharge pressure test will be conducted prior to connecting the closing unit to the BOP stack and at least once every six (6) months thereafter. The accumulator pressure will be corrected if the measured precharge pressure is found to be above or below the maximum or minimum limits specified in the *Onshore Oil & Gas Order Number 2*.

A manual locking device (i.e. hand wheels) or automatic locking device will be installed on all systems of 2M or greater. A valve will be installed in the closing line as close as possible to the annular preventer to act as a locking device. This valve will be maintained in the open position and will be closed only when the power source for the accumulator is inoperative.

Remote controls shall be readily accessible to the driller. Remote controls for all 3M or greater systems will be capable of closing all preventers. Remote controls for 5M or greater systems will be capable of both opening and closing all preventers. Master controls will be at the accumulator and will be capable of opening and closing all preventers and the choke line valve (if so equipped).

F. Miscellaneous Information:

The Blow-Out Preventer and related pressure control equipment will be installed, tested and maintained in compliance with the specifications in and requirements of *Onshore Oil & Gas Order Number 2*. The hydraulic BOP closing unit will be located at least twenty-five (25) feet from the well head but readily accessible to the driller. Exact locations and configurations of the hydraulic BOP closing unit will depend upon the particular rig contracted to drill this hole.

A flare line will be installed after the choke manifold, extending 125 feet (minimum) from the center of the drill hole to a separate flare pit.



Bill Barrett Corporation

LAKE CANYON & BLACK TAIL RIDGE CEMENT VOLUMES

2/18/2011

Well Name: 5-32D-36 BTR

Surface Hole Data:

Total Depth:	2,800'
Top of Cement:	0'
OD of Hole:	12.250"
OD of Casing:	9.625"

Calculated Data:

Lead Volume:	1260.6	ft ³
Lead Fill:	2,300'	
Tail Volume:	274.0	ft ³
Tail Fill:	500'	

Cement Data:

Lead Yield:	3.16	ft ³ /sk
% Excess:	75%	
Top of Lead:	0'	

Calculated # of Sacks:

# SK's Lead:	410
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Tail Yield:	1.36	ft ³ /sk
% Excess:	75%	
Top of Tail:	2,300'	

# SK's Tail:	210
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Production Hole Data:

Total Depth:	9,537'
Top of Cement:	2,300'
Top of Tail:	6,007'
OD of Hole:	8.750"
OD of Casing:	5.500"

Calculated Data:

Lead Volume:	1404.5	ft ³
Lead Fill:	3,707'	
Tail Volume:	1337.6	ft ³
Tail Fill:	3,530'	

Cement Data:

Lead Yield:	2.31	ft ³ /sk
Tail Yield:	1.42	ft ³ /sk
% Excess:	50%	

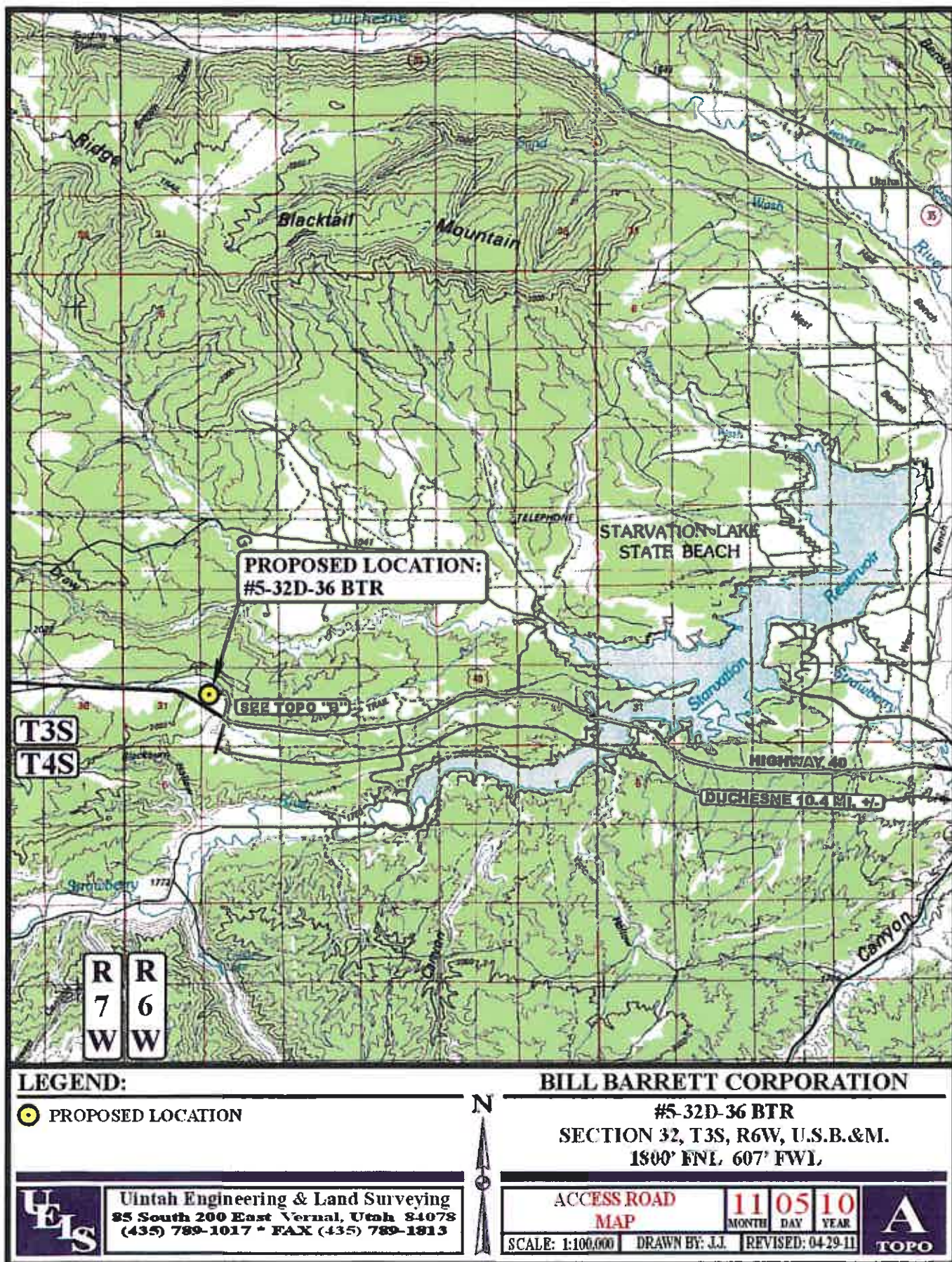
Calculated # of Sacks:

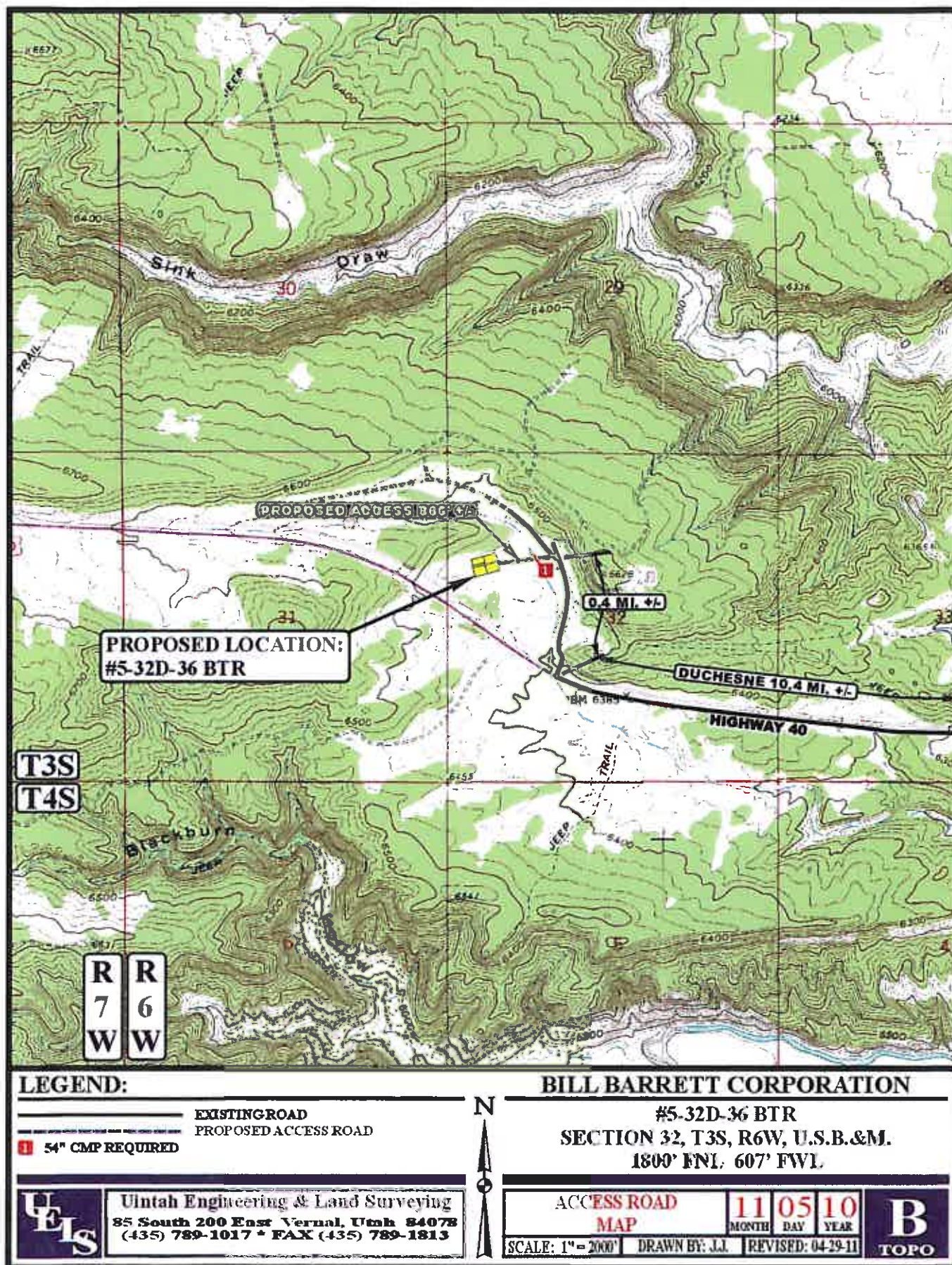
# SK's Lead:	610
# SK's Tail:	950

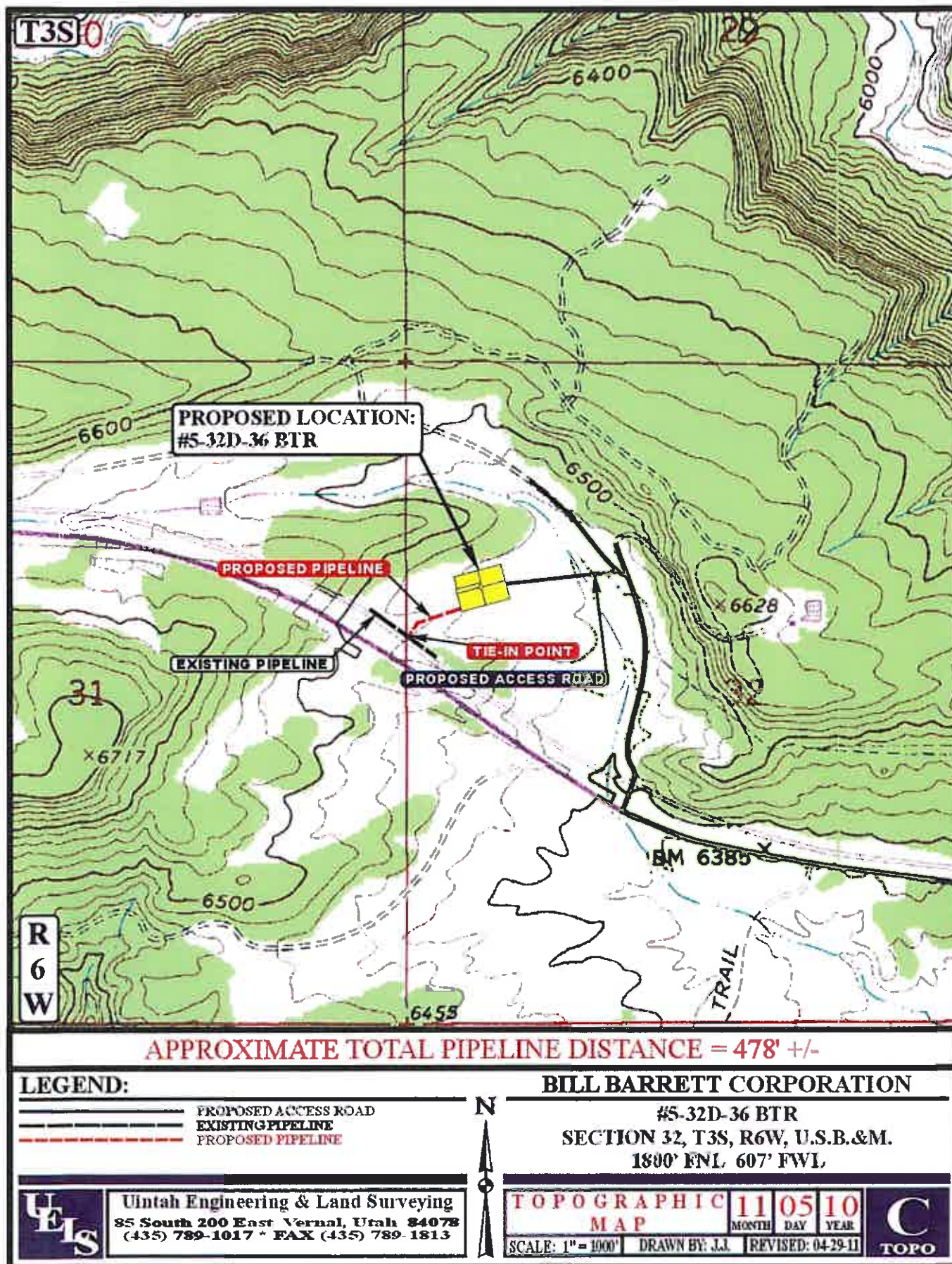
5-32D-36 BTR Proposed Cementing Program
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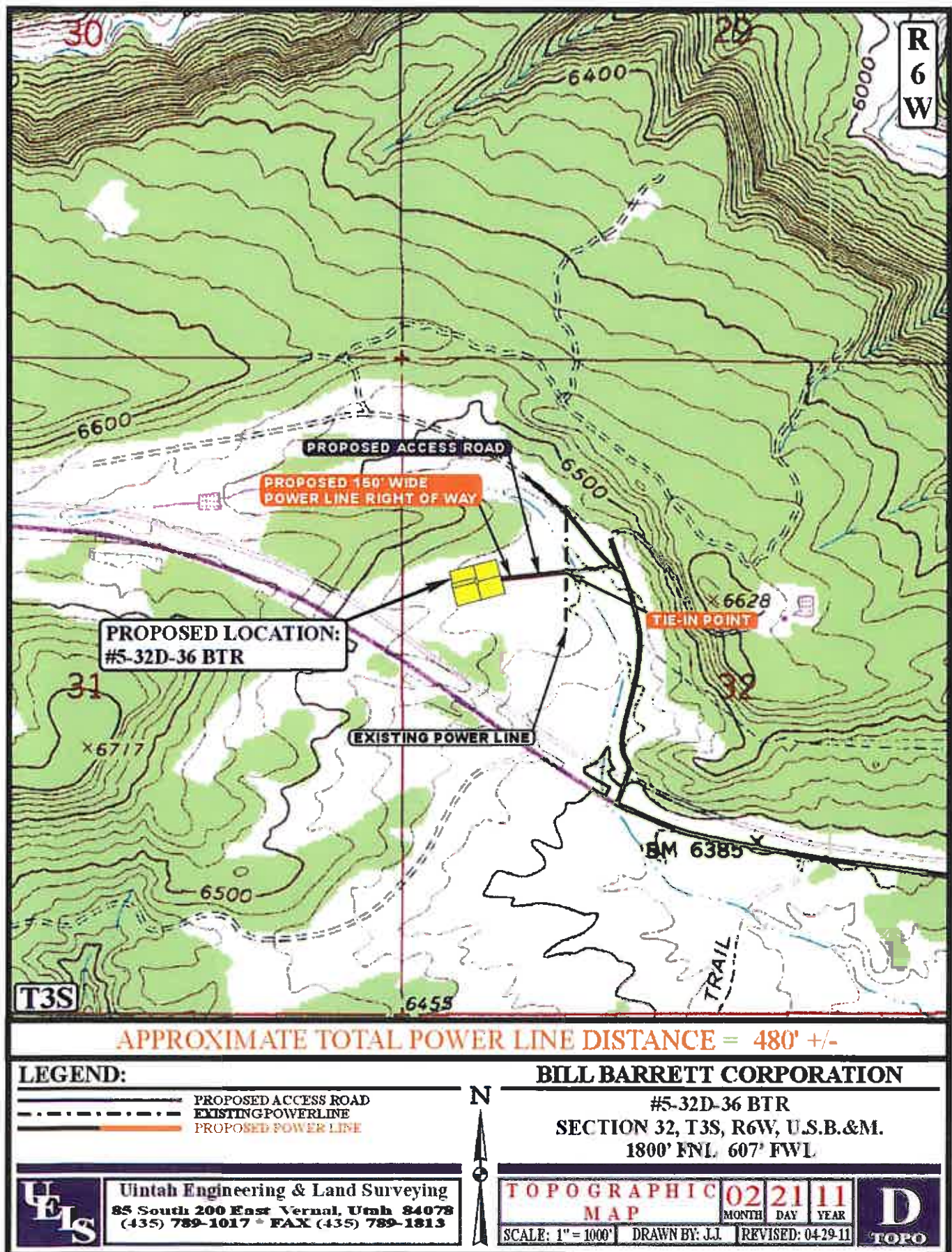
<u>Job Recommendation</u>	<u>Surface Casing</u>
Lead Cement - (2300' - 0')	
Halliburton Light Premium	Fluid Weight: 11.0 lbm/gal
5.0 lbm/sk Silicalite Compacted	Slurry Yield: 3.16 ft ³ /sk
0.25 lbm/sk Kwik Seal	Total Mixing Fluid: 19.48 Gal/sk
0.125 lbm/sk Poly-E-Flake	Top of Fluid: 0'
2.0% Bentonite	Calculated Fill: 2,300'
	Volume: 224.50 bbl
	Proposed Sacks: 410 sks
Tail Cement - (TD - 2300')	
Premium Cement	Fluid Weight: 14.8 lbm/gal
2.0% Calcium Chloride	Slurry Yield: 1.36 ft ³ /sk
	Total Mixing Fluid: 6.37 Gal/sk
	Top of Fluid: 2,300'
	Calculated Fill: 500'
	Volume: 48.80 bbl
	Proposed Sacks: 210 sks

<u>Job Recommendation</u>	<u>Production Casing</u>
Lead Cement - (6007' - 2300')	
Tuned Light™ System	Fluid Weight: 11.0 lbm/gal
	Slurry Yield: 2.31 ft ³ /sk
	Total Mixing Fluid: 10.65 Gal/sk
	Top of Fluid: 2,300'
	Calculated Fill: 3,707'
	Volume: 250.14 bbl
	Proposed Sacks: 610 sks
Tail Cement - (9537' - 6007')	
Econocem™ System	Fluid Weight: 13.5 lbm/gal
0.125 lbm/sk Poly-E-Flake	Slurry Yield: 1.42 ft ³ /sk
1.0 lbm/sk Granulite TR 1/4	Total Mixing Fluid: 6.61 Gal/sk
	Top of Fluid: 6,007'
	Calculated Fill: 3,530'
	Volume: 238.22 bbl
	Proposed Sacks: 950 sks











Bill Barrett Corporation

WELL DETAILS: 5-32D-38 BTR

US State Plane 1927 (Exact solution)

Utah Central 4302

NAD 1927 (NADCON CONUS)

+N/-S

+E/-W

Northing

Easting

Latitude

Longitude

0.00

0.00

673438.66

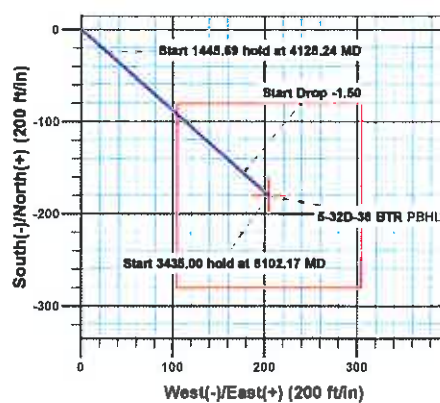
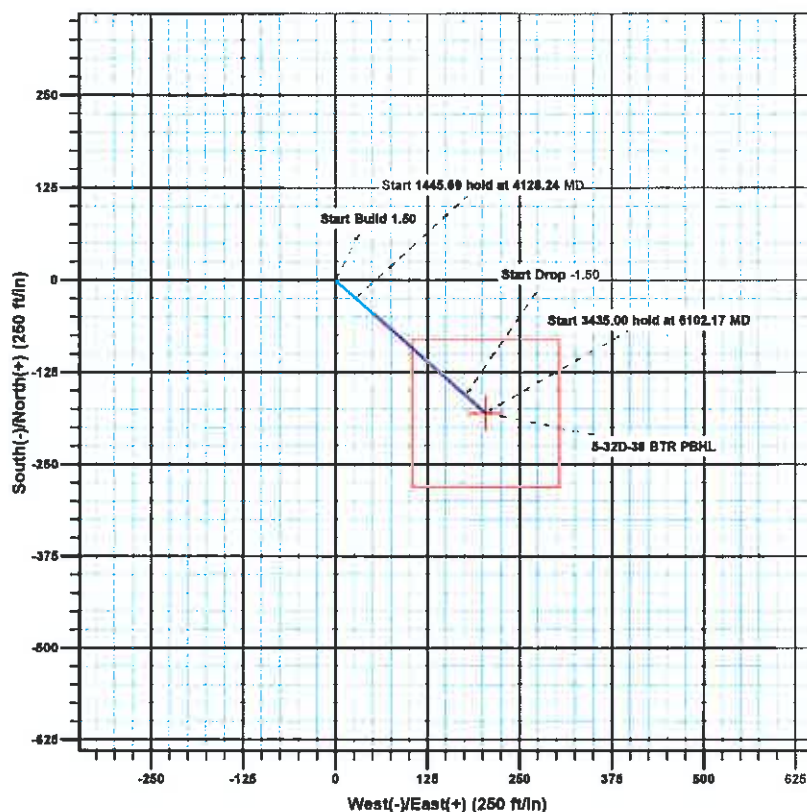
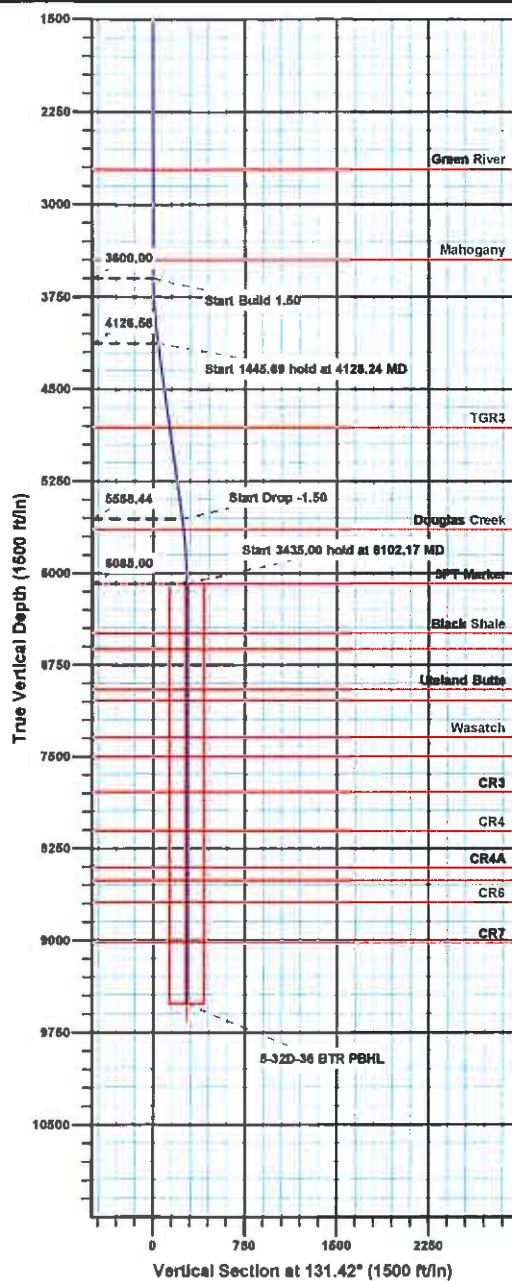
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40° 10' 43.60 N

110° 35' 38.86 W

Ground Level: 6460.00

Well #1 - 16' KB

Azimuths to True North
Magnetic North: 11.56°Magnetic Field
Strength: 52271.1nT

Dip Angle: 65.80°

Date: 5/3/2011

Model: IGRF2010

MD	Inc	Azi	TVD	+N/-S	+E/-W	Dleg	TFace	Vsect	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
3600.00	0.00	0.00	3600.00	0.00	0.00	0.00	0.00	0.00	
4128.24	7.92	131.42	4126.56	-24.13	27.35	1.50	131.42	36.47	
5573.93	7.92	131.42	5558.44	-155.98	176.78	0.00	0.00	235.76	
6102.17	0.00	0.00	6085.00	-180.11	204.13	1.50	180.00	272.23	
9537.17	0.00	0.00	9520.00	-180.11	204.13	0.00	0.00	272.23	5-32D-38 BTR PBHL

Sharewell
Planning Report

Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 - 16' KB
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 6476.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6476.00ft
Site:	5-32D-36 BTR	North Reference:	True
Well:	Well #1 - 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 03may11 rbw		

Project	Duchesne County, UT [NAD27]		
Map System:	US State Plane 1927 (Exact solution)	System Datum:	Mean Sea Level
Geo Datum:	NAD 1927 (NADCON CONUS)		
Map Zone:	Utah Central 4302		

Site		5-32D-36 BTR			
Site Position:		Northing:	673,438.65 usft	Latitude:	40° 10' 43.50 N
From:	Lat/Long	Easting:	2,253,265.40 usft	Longitude:	110° 35' 36.86 W
Position Uncertainty:	0.00 ft	Slot Radius:	1.10 ft	Grid Convergence:	0.58 °

Well	Well #1 - 16' KB					
Well Position	+N/-S	0.00 ft	Northing:	673,438.65 usft	Latitude:	40° 10' 43.50 N
	+E/-W	0.00 ft	Easting:	2,253,265.40 usft	Longitude:	110° 35' 36.86 W
Position Uncertainty		0.00 ft	Wellhead Elevation:		Ground Level:	6,480.00 ft

Wellbore	Wellbore #1				
Magnetics	Model Name	Sample Date	Declination (°)	Dip Angle (°)	Field Strength (nT)
	IGRF2010	5/3/2011	11.56	65.80	52,271

Design	plan1 03may11 rbw			
Audit Notes:				
Version:	Phase:	PROTOTYPE	Tie On Depth:	0.00
Vertical Section:	Depth From (TVD)	+N/-S	+E/-W	Direction
	(ft)	(ft)	(ft)	(°)
	0.00	0.00	0.00	131.42

Plan Sections										
Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)	TFO (°)	Target
0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00	
3,600.00	0.00	0.00	3,600.00	0.00	0.00	0.00	0.00	0.00	0.00	
4,126.24	7.92	131.42	4,126.56	-24.13	27.35	1.50	1.50	0.00	131.42	
5,573.93	7.92	131.42	5,558.44	-155.98	176.78	0.00	0.00	0.00	0.00	
6,102.17	0.00	0.00	6,085.00	-180.11	204.13	1.50	-1.50	0.00	180.00	
8,537.17	0.00	0.00	9,520.00	-180.11	204.13	0.00	0.00	0.00	0.00	5-32D-36 BTR PBHL

Sharewell
Planning Report

Database: EDM 5000.1 Single User Db
 Company: Bill Barrett Corp.
 Project: Duchesne County, UT [NAD27]
 Site: 5-32D-36 BTR
 Well: Well #1 - 16' KB
 Wellbore: Wellbore #1
 Design: plan1 03may11 rbw

Local Co-ordinate Reference: Well Well #1 - 16' KB
 TVD Reference: KB @ 6476.00ft
 MD Reference: KB @ 6476.00ft
 North Reference: True
 Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)	Build Rate (°/100ft)	Turn Rate (°/100ft)
3,600.00	0.00	0.00	3,600.00	0.00	0.00	0.00	0.00	0.00	0.00
Start Build 1.60									
3,700.00	1.50	131.42	3,699.99	-0.87	0.98	1.31	1.50	1.50	0.00
3,800.00	3.00	131.42	3,799.91	-3.46	3.93	5.23	1.50	1.50	0.00
3,900.00	4.50	131.42	3,899.69	-7.79	8.83	11.77	1.50	1.50	0.00
4,000.00	6.00	131.42	3,999.27	-13.84	15.69	20.92	1.50	1.50	0.00
4,100.00	7.50	131.42	4,098.57	-21.82	24.50	32.68	1.50	1.50	0.00
4,128.24	7.92	131.42	4,128.56	-24.13	27.35	36.47	1.50	1.50	0.00
Start 1445.69 hold at 4128.24 MD									
4,200.00	7.92	131.42	4,197.63	-30.67	34.76	46.36	0.00	0.00	0.00
4,300.00	7.92	131.42	4,296.68	-39.79	45.10	60.15	0.00	0.00	0.00
4,400.00	7.92	131.42	4,395.72	-48.91	55.44	73.93	0.00	0.00	0.00
4,500.00	7.92	131.42	4,494.77	-58.03	65.77	87.72	0.00	0.00	0.00
4,600.00	7.92	131.42	4,593.81	-67.15	76.11	101.50	0.00	0.00	0.00
4,700.00	7.92	131.42	4,692.86	-76.27	86.45	115.29	0.00	0.00	0.00
4,800.00	7.92	131.42	4,791.90	-85.39	96.78	129.07	0.00	0.00	0.00
4,818.27	7.92	131.42	4,810.00	-87.06	98.67	131.59	0.00	0.00	0.00
TGR3									
4,900.00	7.92	131.42	4,890.85	-94.51	107.12	142.86	0.00	0.00	0.00
5,000.00	7.92	131.42	4,990.00	-103.63	117.46	156.64	0.00	0.00	0.00
5,100.00	7.92	131.42	5,089.04	-112.76	127.80	170.43	0.00	0.00	0.00
5,200.00	7.92	131.42	5,188.09	-121.88	138.13	184.21	0.00	0.00	0.00
5,300.00	7.92	131.42	5,287.13	-131.00	148.47	198.00	0.00	0.00	0.00
5,400.00	7.92	131.42	5,386.18	-140.12	158.81	211.78	0.00	0.00	0.00
5,500.00	7.92	131.42	5,485.22	-149.24	169.14	225.57	0.00	0.00	0.00
5,573.93	7.92	131.42	5,558.44	-155.98	176.78	235.76	0.00	0.00	0.00
Start Drop -1.50									
5,600.00	7.53	131.42	5,584.28	-158.30	179.41	239.27	1.50	-1.50	0.00
5,656.15	6.69	131.42	5,640.00	-162.90	184.63	246.22	1.50	-1.50	0.00
Douglas Creek									
5,700.00	6.03	131.42	5,683.58	-166.11	188.27	251.07	1.50	-1.50	0.00
5,800.00	4.53	131.42	5,783.15	-172.20	195.17	260.28	1.50	-1.50	0.00
5,900.00	3.03	131.42	5,882.93	-176.57	200.12	266.88	1.50	-1.50	0.00
6,000.00	1.53	131.42	5,982.85	-179.20	203.11	270.86	1.50	-1.50	0.00
6,100.00	0.03	131.42	6,082.83	-180.11	204.13	272.23	1.50	-1.50	0.00
6,102.17	0.00	0.00	6,085.00	-180.11	204.13	272.23	1.50	-1.50	0.00
Start 3435.00 hold at 6102.17 MD - 3PT Marker									
6,200.00	0.00	0.00	6,182.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,300.00	0.00	0.00	6,282.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,400.00	0.00	0.00	6,382.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,500.00	0.00	0.00	6,482.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,507.17	0.00	0.00	6,490.00	-180.11	204.13	272.23	0.00	0.00	0.00
Black Shale									
6,600.00	0.00	0.00	6,582.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,637.17	0.00	0.00	6,620.00	-180.11	204.13	272.23	0.00	0.00	0.00
Castle Peak									
6,700.00	0.00	0.00	6,682.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,800.00	0.00	0.00	6,782.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,900.00	0.00	0.00	6,882.83	-180.11	204.13	272.23	0.00	0.00	0.00
6,967.17	0.00	0.00	6,950.00	-180.11	204.13	272.23	0.00	0.00	0.00
Uteland Butte									
7,000.00	0.00	0.00	6,982.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,057.17	0.00	0.00	7,040.00	-180.11	204.13	272.23	0.00	0.00	0.00

Sharewell
Planning Report



Database: EDM 5000.1 Single User Db
Company: Bill Barrett Corp.
Project: Duchesne County, UT [NAD27]
Site: 5-32D-36 BTR
Well: Well #1 - 18' KB
Wellbore: Wellbore #1
Design: plan1 03may11 rbw

Local Co-ordinate Reference: Well Well #1 - 18' KB
TVD Reference: KB @ 6478.00ft
MD Reference: KB @ 6478.00ft
North Reference: True
Survey Calculation Method: Minimum Curvature

Planned Survey

Measured Depth (ft)	Inclination (")	Azimuth (")	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate ("/100ft)	Build Rate ("/100ft)	Turn Rate ("/100ft)
CR1									
7,100.00	0.00	0.00	7,082.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,200.00	0.00	0.00	7,182.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,300.00	0.00	0.00	7,282.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,357.17	0.00	0.00	7,340.00	-180.11	204.13	272.23	0.00	0.00	0.00
Wasatch									
7,400.00	0.00	0.00	7,382.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,500.00	0.00	0.00	7,482.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,517.17	0.00	0.00	7,500.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR2									
7,600.00	0.00	0.00	7,582.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,700.00	0.00	0.00	7,682.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,800.00	0.00	0.00	7,782.83	-180.11	204.13	272.23	0.00	0.00	0.00
7,807.17	0.00	0.00	7,790.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR3									
7,900.00	0.00	0.00	7,882.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,000.00	0.00	0.00	7,982.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,100.00	0.00	0.00	8,082.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,127.17	0.00	0.00	8,110.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR4									
8,200.00	0.00	0.00	8,182.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,300.00	0.00	0.00	8,282.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,400.00	0.00	0.00	8,382.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,427.17	0.00	0.00	8,410.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR4A									
8,500.00	0.00	0.00	8,482.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,532.17	0.00	0.00	8,515.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR5									
8,600.00	0.00	0.00	8,582.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,700.00	0.00	0.00	8,682.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,707.17	0.00	0.00	8,690.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR6									
8,800.00	0.00	0.00	8,782.83	-180.11	204.13	272.23	0.00	0.00	0.00
8,900.00	0.00	0.00	8,882.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,000.00	0.00	0.00	8,982.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,037.17	0.00	0.00	9,020.00	-180.11	204.13	272.23	0.00	0.00	0.00
CR7									
9,100.00	0.00	0.00	9,082.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,200.00	0.00	0.00	9,182.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,300.00	0.00	0.00	9,282.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,400.00	0.00	0.00	9,382.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,500.00	0.00	0.00	9,482.83	-180.11	204.13	272.23	0.00	0.00	0.00
9,537.17	0.00	0.00	9,520.00	-180.11	204.13	272.23	0.00	0.00	0.00

TD at 9537.17 - 5-32D-36 BTR PBHL

Sharewell
Planning Report

Database:	EDM 5000.1 Single User Db	Local Co-ordinate Reference:	Well Well #1 - 16' KB
Company:	Bill Barrett Corp.	TVD Reference:	KB @ 6476.00ft
Project:	Duchesne County, UT [NAD27]	MD Reference:	KB @ 6476.00ft
Site:	5-32D-36 BTR	North Reference:	True
Well:	Well #1 - 16' KB	Survey Calculation Method:	Minimum Curvature
Wellbore:	Wellbore #1		
Design:	plan1 03may11 rbw		

Design Targets

Target Name

- hit/miss target	Dip Angle	Dip Dir.	TVD	+N/-S	+E/-W	Northing	Easting	Latitude	Longitude
- Shape	(°)	(°)	(ft)	(ft)	(ft)	(usft)	(usft)		
5-32D-36 BTR PBHL	0.00	0.00	9,520.00	-180.11	204.13	873,260.63	2,253,471.34	40° 10' 41.72 N	110° 35' 34.23 W
- plan hits target center									
- Rectangle (sides W200.00 H200.00 D3,435.00)									

Formations

Measured Depth	Vertical Depth	Name	Lithology	Dip	Dip Direction
(ft)	(ft)			(°)	(°)
2,710.00	2,710.00	Green River		0.00	
3,445.00	3,445.00	Mahogany		0.00	
4,818.27	4,810.00	TGR3		0.00	
5,656.15	5,640.00	Douglas Creek		0.00	
6,102.17	6,085.00	3PT Marker		0.00	
6,507.17	6,490.00	Black Shale		0.00	
6,637.17	6,620.00	Castle Peak		0.00	
6,967.17	6,950.00	Uteland Butte		0.00	
7,057.17	7,040.00	CR1		0.00	
7,357.17	7,340.00	Wasatch		0.00	
7,517.17	7,500.00	CR2		0.00	
7,807.17	7,790.00	CR3		0.00	
8,127.17	8,110.00	CR4		0.00	
8,427.17	8,410.00	CR4A		0.00	
8,532.17	8,515.00	CR5		0.00	
8,707.17	8,690.00	CR6		0.00	
9,037.17	9,020.00	CR7		0.00	

Plan Annotations

Measured Depth	Vertical Depth	Local Coordinates		Comment
(ft)	(ft)	+N/-S	+E/-W	
(ft)	(ft)	(ft)	(ft)	
3,600.00	3,600.00	0.00	0.00	Start Build 1.50
4,128.24	4,126.56	-24.13	27.35	Start 1445.69 hold at 4128.24 MD
5,573.93	5,558.44	-155.98	176.78	Start Drop -1.50
6,102.17	6,085.00	-180.11	204.13	Start 3435.00 hold at 6102.17 MD
9,537.17	9,520.00	-180.11	204.13	TD at 9537.17

5-32-36 BTR

SURFACE DAMAGE AND RIGHT-OF-WAY SETTLEMENT AGREEMENT

This Agreement, made and entered into this the 22nd day of December, 2010, by and between Ricky S. Nelson and Sandra A. Nelson, husband and wife ("Surface Owner") and Bill Barrett Corporation, 1099 18th Street, Suite 2300, Denver CO 80202, ("BBC").

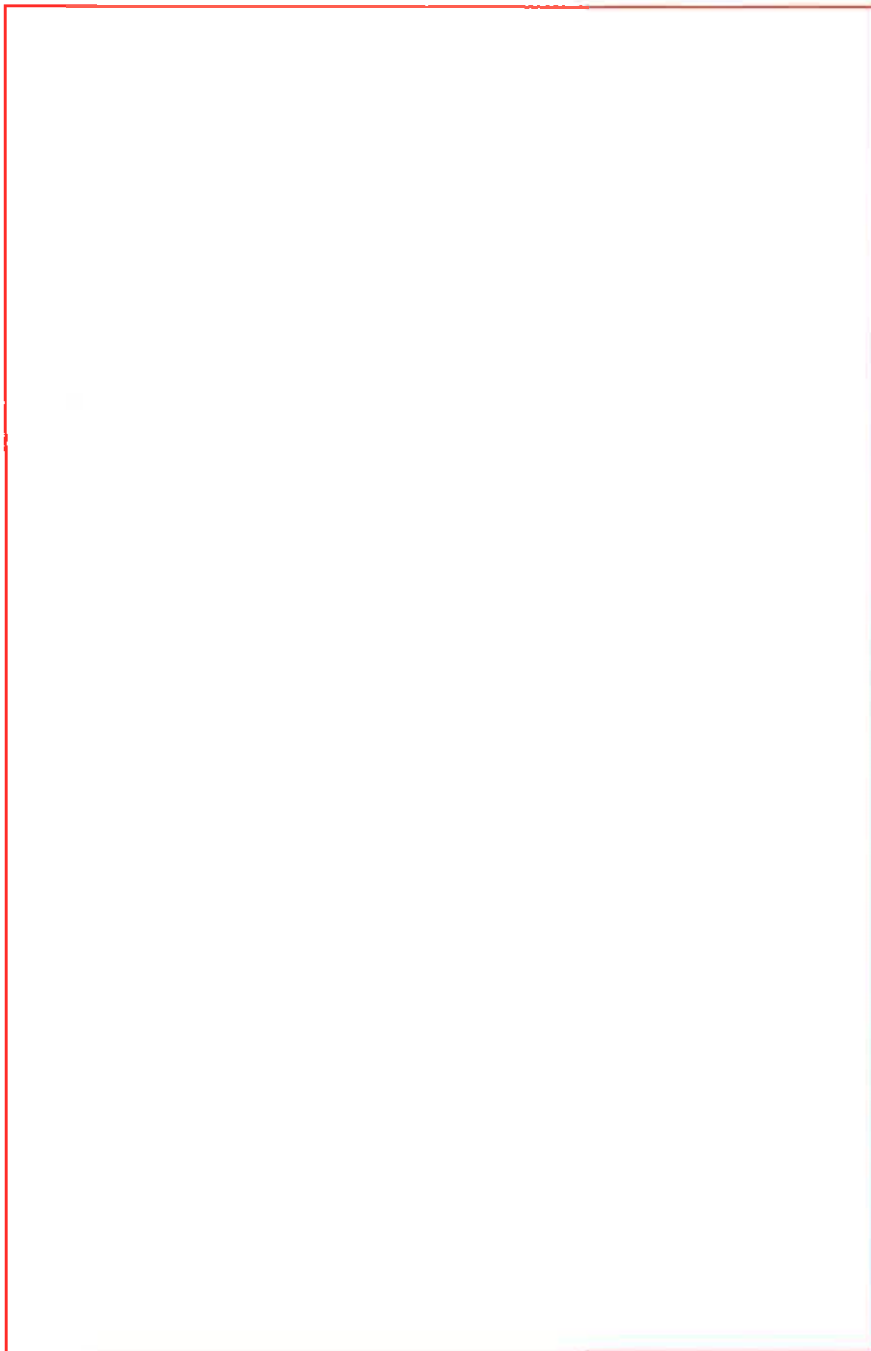
WITNESSETH THAT:

WHEREAS, BBC owns undivided interests in certain oil and gas leases ("leases") covering and affecting All of Section 32, Township 3 South, Range 6 West, USM, of Duchesne County, Utah; and,

WHEREAS, such leases grant to BBC the right and privilege of ingress, egress, exploring, drilling, mining, operating for, producing and owning oil and gas and all other products produced therewith, together with the right to make surveys on said lands, lay pipelines, construct roads and bridges, dig canals, build power stations, telephone lines, employee houses and other structures on said lands, necessary or useful in BBC's operations; and,

WHEREAS, BBC, pursuant to its rights under the Leases, intends to drill the #5-32-36 BTR well at a legal drill-site location in the SW1/4NW1/4 of Section 32, Township 3 South, Range 6 West, USM, Duchesne County, Utah; and,

WHEREAS, Surface Owner warrants ownership to the surface of at least specific portions of Lot 4, Lakeview Pine Estates, located in Section 32, Township 3 South, Range 6 West, USM, Duchesne County, Utah, and which warranted ownership is further subject to all oil, gas and other mineral rights which are reserved for the use and benefit of the owners thereof; and,



BBC shall maintain all roads used pursuant to this Agreement and shall install culverts where necessary to insure adequate drainage from all roads.

Surface Owner and their heirs or assigns shall have full access and use of the road built pursuant to this Agreement.

This Agreement shall inure to the benefit of the parties hereto, their heirs, successors and assigns and shall be a burden running with the land.

This Agreement may be executed in any number of counterparts and all such counterparts shall be deemed to constitute a single Agreement and the execution of one counterpart by any party hereto shall have the same force and effect as if said party had signed all other counterparts.

IN WITNESS WHEREOF, the parties have executed this Surface Damage Settlement Agreement effective as of the 22nd day of December, 2010.

SURFACE OWNERS:

BILL BARRETT CORPORATION

RICKY S. NELSON

By: [Signature]By: [Signature]
As Agent for Bill Barrett Corporation

SANDRA A. NELSON

By: Sandra A Nelson

STATE OF UTAH)
COUNTY OF WASHINGTON)

On the _____ day of _____, 2010, personally appeared before me Ricky S. Nelson and Sandra A. Nelson, husband and wife known to me to be the persons whose names are subscribed to the foregoing instrument and acknowledged to me that they executed the same for the purpose and consideration therein expressed.

My Commission Expires: 06/10/2013

[Signature]
Notary Public
Residing at: 910 South Bluff
St. George, UT 84770

STATE OF UTAH)
COUNTY OF SALT LAKE)

On the 17 day of March, 2010, personally appeared before me Clint W. Turner, who, being by me duly sworn, did say that he is the Agent of Bill Barrett Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: 10-24-2014

[Signature]
Notary Public
Residing at:

STATE OF UTAH
COUNTY OF DUCHESNE

SURFACE LAND USE AGREEMENT

KNOW ALL MEN BY THESE PRESENTS, THAT:

WHEREAS, John Edward Burgess, whose mailing address is 5150 S. Delridge Avenue #81, Fahrump, NV 89048 (hereinafter referred to as GRANTOR), whether one or more, is the owner of the surface of the following described property located in Duchesne County, Utah, to-wit:

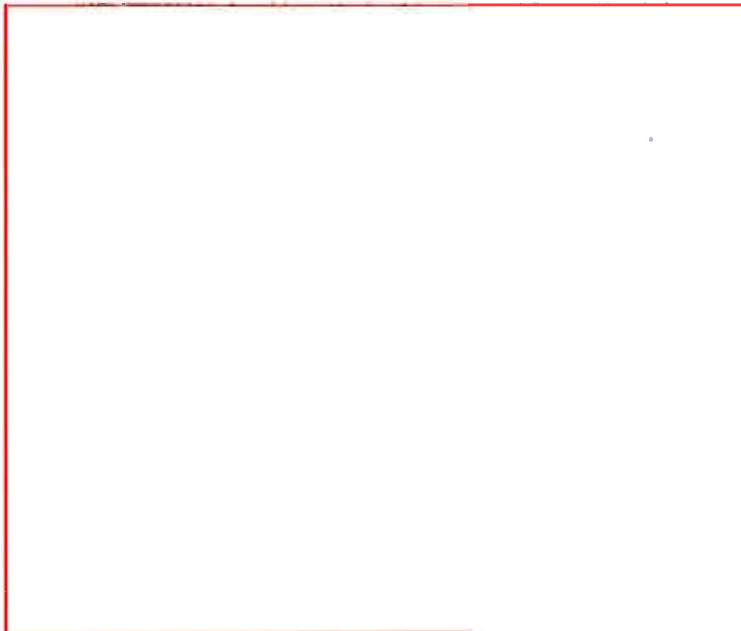
TOWNSHIP 3 SOUTH, RANGE 6 WEST, U.S.M.

Section 32: A portion of Lot 7 of the Lakeview Pines Estates Subdivision described as:
Beginning at a point that bears 00°08'39" East 1324.85 feet along the East line of the NE1/4NW1/4 Section 32, T3S-R6W, U.S.B.&M. and 89°38'31" West 907.29 feet along the South line of the NE1/4NW1/4 of said Section 32 to the true point of beginning. thence South 122.77 feet; thence South 09°30'00" West 149.00 feet; thence South 21°06'00" East 200.00 feet; thence South 68°36'21" West 492.58 feet; thence North 00°10'27" West 635.97 feet along the West line of the SE1/4NW1/4 of said Section 32; thence North 89°38'31" East 413.53 feet along the North line of the SE1/4NW1/4 of said Section 32 and to the point of beginning.
Contains 3.280 acres more or less.

See Exhibit "A" Airtachad

WHEREAS, Bill Barrett Corporation, whose address is 1099 18th Street, Suite 2300, Denver, CO 80202 (hereinafter referred to as GRANTEE) desires to construct an access road and a pipeline or pipelines and appurtenances thereto for the transportation of natural gas, water, saltwater and other substances on a portion of said property.

WHEREAS, Grantee has agreed to reimburse Grantor for actual damages and injuries to all crops, timber, fences and other improvements located on the surface which results from grantee's operations hereunder, provided that Grantee shall not be held liable or responsible for acts of providence or occurrences beyond Grantee's control, such payment to be made upon commencement of operations to construct the road and pipeline or pipelines; so,



Page 1 of 3

Phone # 209-261-9583

FOR THE SAME CONSIDERATION RECITED ABOVE, Grantor and Grantee do hereby release, discharge and acquit the other from any and all liability, and shall indemnify the other against any and all claims and demands for damages, attorneys fees, injury or loss, existing now or done hereafter, to the surface of said lands or to any third parties arising out of or being the result of their or, their agents, contractors, licensees, permittees, successors and assigns own activities on or use of the subject property. However, such parties' potential liability under this paragraph to the other shall be limited to the acts and/or omission of it, or its predecessors, agents, contractors, licensees, permittees, successors, and assigns, and shall not include any acts and/or omissions of the other party, its agents, contractors, licensees, permittees, successors or assigns. Grantee shall reasonably maintain the subject property in order to prevent unnecessary deterioration of the surface and to keep the property in an undisturbed condition.

TO HAVE AND TO HOLD the above described rights and easements, together with all rights necessary to operate and maintain the right-of-way hereby granted unto the said Grantee, its successors and assigns, until such time as the right-of-way and easement is abandoned under the terms stipulated herein. The Grantee may assign the rights and easements herein granted, either in whole or in part, subject to the terms of this grant, and such rights and easements shall be covenants running with the land and are binding upon Grantor, Grantor's heirs, legal representatives and successors in title.

Upon abandonment of the facilities Grantee shall restore such facilities to as near its original condition as possible and shall furnish a recordable document evidencing such abandonment to Grantor, or Grantor's successors in interest, and all rights that Grantee has under the terms of this Agreement shall be terminated.

The making, execution and delivery of this document by Grantor has been induced by no representations, statements, warranties, or other agreements other than those herein expressed. This agreement embodies the entire understanding of the parties, and this instrument may be amended or modified only by subsequent written agreement of the parties.

This agreement shall issue to the benefit of the parties hereto, their heirs, successors, and assigns and shall be a burden running with the land.

IN WITNESS WHEREOF, this Surface Land Use Agreement is executed as of the dates of the respective acknowledgments of the parties hereto, but is effective as of the 20th day of April, 2010.

GRANTOR:

By: John Edward Burger
John Edward Burger
Date: 25 APRIL 2011
See attached cert copy

GRANTEE:

BILL BARRETT CORPORATION

By: Clint W. Tamm
Clint W. Tamm, as Agent for Bill Barrett Corporation

ACKNOWLEDGMENT

STATE OF NEVADA

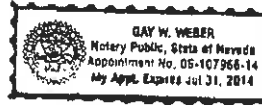
COUNTY OF Clark

On this 25 day of April, 2011, before me personally appeared John Edward BURGESS known to me to be the person who is described in and who executed the within instrument and acknowledged to me that she executed the same.

WITNESS my hand and official seal.

My Commission Expires: Jul 30, 2014

[Signature]
Notary Public
Residing at:



ACKNOWLEDGMENT

STATE OF UTAH

COUNTY OF SALT LAKE

On this 27 day of May, 2011, personally appeared before me Clint W. Turner, who, being by me duly sworn, did say that he is the Agent for BMI Barren Corporation and that said instrument was signed in behalf of said corporation by authority of a resolution of its Board of Directors and said Clint W. Turner acknowledged to me that said corporation executed the same.

My Commission Expires: March 9, 2015

[Signature]
Notary Public
Residing at:



SURFACE USE PLAN

BILL BARRETT CORPORATION

5-32D-36 BTR Well Pad

SW NW, 1800' FNL, 607' FWL, Section 32, T3S, R6W, USB&M (Surface Hole)

SW NW, 1980' FNL, 810' FWL, Section 32, T3S, R6W, USB&M (Bottom Hole)

Duchesne County, Utah

The project is located entirely on private surface with surface use in place:

- **Pad area and pipeline and powerline corridors - Ricky & Sandra Nelson**
- **Access corridor -**
 - **Ricky & Sandra Nelson**
 - **John Edward Burgess**

The project is located entirely on Ute Tribe minerals.

The onsite inspection with the surface owner is pending.

The excavation contractor would be provided with an approved copy of the surface use plan of operations before initiating construction.

1. Existing Roads:

- a. The proposed well site is located approximately 11.0 miles west of Duchesne, Utah. Maps and directions reflecting the route to the proposed well site are included (see Topographic maps A and B).
- b. The existing UDOT maintained Highway 40 would be utilized from Duchesne for 10.4 miles to an existing BBC maintained access road that would be utilized for 0.4 miles that provides access to the planned new access road.
- c. Project roads would require routine year-round maintenance to provide year-round access. Maintenance would include inspections, reduction of ruts and holes, maintenance to keep water off the road, replacement of surfacing materials, and clearing of sediment blocking ditches and culverts. Should snow removal become necessary, roads would be cleared with a motor grader and snow would be stored along the down gradient side to prohibit runoff onto the road. Aggregate would be used as necessary to maintain a solid running surface and minimize dust generation.
- d. Vehicle operators would obey posted speed restrictions and observe safe speeds commensurate with road and weather conditions. Travel would be limited to the existing access roads and proposed access road.
- e. The use of roads under State Road Department maintenance are necessary to access the project area with no improvements proposed. No encroachment or pipeline crossing permits are required.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

- f. All existing roads would be maintained and kept in good repair during all phases of operation.

2. Planned Access Road:

- a. Approximately 866 feet of new access road trending west is planned from the existing 14-29-36 BTR access road (see Topographic Map B).
- b. The road would be constructed to a 30-foot ROW width with an 18-foot travel surface. See section 12.d. below for disturbance estimates.
- c. New road construction and improvements of existing roads would typically require the use of motor graders, crawler tractors, 10-yard end dump trucks, and water trucks. The standard methodology for building new roads involves the use of a crawler tractor or track hoe to windrow the vegetation to one side of the road corridor, remove topsoil to the opposing side of the corridor, and rough-in the roadway. This is followed by a grader or bulldozer to establish barrow ditches and crown the road surface. Where culverts are required, a track hoe or backhoe would trench the road and install the culverts. Some hand labor would be required when installing and armoring culverts. Road base or gravel in some instances would be necessary and would be hauled in and a grader used to smooth the running surface.
- d. The proposed road would be constructed to facilitate drainage, control erosion and minimize visual impacts by following natural contours where practical. No unnecessary side-casting of material would occur on steep slopes.
- e. A maximum grade of 10% would be maintained throughout the project with minimum cuts and fills, as necessary, to access the well.
- f. Excess rock from construction of the pad may be used for surfacing of the access road if necessary. Any additional aggregate necessary would be obtained from private or State of Utah lands in conformance with applicable regulations. Aggregate would be of sufficient size, type, and amount to allow all weather access and alleviate dust.
- g. Where topsoil removal is necessary, it would be windrowed (i.e. stockpiled/accumulated along the edge of the ROW and in a low row/pile parallel with the ROW) and re-spread over the disturbed area after construction and backfilling are completed. Vegetation removed from the disturbed area would also be re-spread to provide protection, nutrient recycling, and a seed source for reclamation.
- h. Turnouts are not proposed because the access road is short and adequate site distance exists in all directions.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

- i. One 54 inch culvert and no low-water crossings are anticipated. Adequate drainage structures, where necessary, would be incorporated into the remainder of the road to prevent soil erosion and accommodate all-weather traffic.
- j. No gates or cattle guards are anticipated at this time.
- k. Surface disturbance and vehicular travel would be limited to the approved location access road. Adequate signs would be posted, as necessary, to warn the public of project related traffic.
- l. All access roads and surface disturbing activities would conform to the appropriate standard, **no higher than necessary**, to accommodate their intended function adequately as outlined in the Bureau of Land Management and Forest Service publication: Surface Operating Standards for Oil and Gas Exploration and Development, Fourth Edition – Revised 2007.
- m. The operator would be responsible for all maintenance needs of the new access road.

3. Location of Existing Wells (see One-Mile Radius Map):

- a. Following is a list of wells with surface hole locations within a one-mile radius of the proposed pad:
 - i. water wells none
 - ii. injection wells none
 - iii. disposal wells none
 - iv. drilling wells one
 - v. temp shut-in wells none
 - vi. producing wells five
 - vii. abandoned wells three

4. Location of Production Facilities

- a. Surface facilities would consist of a wellhead, separator, gas meter, (1) 500 gal methanol tank, (1) 500 glycol tank, (3) 500 bbl oil tanks, (1) 500 bbl water tank, (1) 500 bbl test tank, (1) 1000 gal propane tank, a pumping unit or Roto-flex unit or gas lift unit with a natural gas fired motor, solar panels, solar chemical and methanol pumps and one trace pump. See attached proposed facility diagram.
- b. Most wells would be fitted with a pump jack or Roto-flex unit or gas lift to assist liquid production if liquid volumes and/or low formation pressures require it. Plunger lift systems do not require any outside source of energy. The prime mover for pump jacks or Roto-flex units would be small (75 horsepower or less), natural gas-fired internal combustion engines. If a gas lift is installed, it would be set on a 10 ft x 15 ft pad and the prime mover would be a natural gas-fired internal combustion engine rated at 200 horsepower or less or an electric compressor of similar horsepower powered by a generator.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
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- c. The tank battery would be surrounded by a secondary containment berm of sufficient capacity to contain 1.1 times the entire capacity of the largest single tank and sufficient freeboard to contain precipitation. All loading lines and valves would be placed inside the berm surrounding the tank battery or would utilize catchment basins to contain spills. All liquid hydrocarbon production and measurement shall conform to the provisions of 43 CFR 3162.7-2 and Onshore Oil and Gas Order No. 4 for the measurement of oil.
- d. Gas meter run(s) would be constructed and located on lease within 500 feet of the wellheads. Meter runs would be housed and/or fenced. As practicably feasible, meters would be equipped with remote telemetry monitoring systems. All gas production and measurement shall comply with the provisions of 43 CFR 3162.7-3, Onshore Oil and Gas Order No. 5, and American Gas Association (AGA) Report No. 3.
- e. A combustor may be installed at this location for control of associated condensate tank emissions. A combustor ranges from 24 inches to 48 inches wide and is approximately 27 ft tall. Combustor placement would be on existing disturbance.
- f. Approximately 478 feet of pipeline corridor (see Topographic Map C) containing up to three lines (one gas pipeline up to 8 inch in diameter, one water line up to 4 inch in diameter and one residue line up to 4 inch in diameter) is proposed trending southwest to the existing 14-29-36 BTR pipeline corridor. Pipelines would be constructed of steel, polyethylene or fiberglass and would connect to the existing pipeline servicing nearby BBC and El Paso wells. The pipeline crosses entirely private surface.
- g. The new segment of gas pipeline would be surface laid within a 30 foot wide pipeline corridor adjacent to the proposed access road. See 12.d below for disturbance estimates.
- h. The use of the proposed well site and access roads would facilitate the staging of the pipeline construction.
- i. Pipeline construction methods and practices would be planned and conducted by BBC with the objective of enhancing reclamation and fostering the re-establishment of the native plant community.
- j. All permanent above-ground structures would be painted a flat, non-reflective color, such as Juniper Green, to match the standard environmental colors. All facilities would be painted the designated color at the time of installation. Facilities required to comply with the Occupational Safety and Health Act (OSHA) may be excluded.

Bill Barrett Corporation
 Surface Use Plan
 5-32D-36 BTR
 Duchesne County, UT

- k. Site security guidelines identified in 43 CFR 3162.7-5 and Onshore Oil and Gas Order No. 3 would be adhered to. Any modifications to proposed facilities would be reflected in the site security diagram submitted.
- l. The site would require periodic maintenance to ensure that drainages are kept open and free of debris, and that surfaces are properly treated to reduce erosion, fugitive dust, and impacts to adjacent areas.

5. Location and Type of Water Supply:

- a. Water for the drilling and completion would be trucked from any of the following locations:

Water Right No. and Application or Change No.	Applicant	Point of Diversion	Source
43-180	Duchesne City Water Service District	Knight Diversion Dam	Duchesne River
43-1202, Change a13837	Myton City	Knight Diversion Dam	Duchesne River
43-10444, Appln A57477	Duchesne County Upper Country Water	Ditch at Source	Cow Canyon Spring
43-10446, Appln F57432	Duchesne County Upper Country Water	Ditch at Source	Cow Canyon Spring
43-1273, Appln A17462	J.J.N.P. Company	Strawberry River	Strawberry River
43-1273, Appln t36590	J.J.N.P. Company	Strawberry River	Strawberry River

- b. No new water well is proposed with this application.
- c. Should additional water sources be pursued they would be properly permitted through the State of Utah – Division of Water Rights.
- d. Water use would vary in accordance with the formations to be drilled but would be up to approximately 5.41 acre feet for drilling and completion operations.

6. Source of Construction Material:

- a. The use of materials would conform to 43 CFR 3610.2-3.
- b. No construction materials would be removed from the lease or EDA area.
- c. If any additional gravel is required, it would be obtained from a local supplier having a permitted source of materials within the general area.

Bill Barrett Corporation
 Surface Use Plan
 5-32D-36 BTR
 Duchesne County, UT

7. Methods of Handling Waste Disposal:

- a. All wastes associated with this application would be contained and disposed of utilizing approved facilities.
- b. The reserve pit would be constructed so as not to leak, break or allow any discharge.
- c. The reserve would be lined with 12 mil (minimum) thickness polyethylene nylon reinforced liner material. The liner(s) would overlay straw, dirt and/or bentonite if rock is encountered during excavation. The liner would overlap the pit walls and be covered with dirt and/or rocks to hold them in place. No trash, scrap pipe, or other materials that could puncture the liner would be discarded in the pit. A minimum of two feet of free board would be maintained between the maximum fluid level and the top of the reserve pit at all times.
- d. To deter livestock from entering the pit, the three sides exterior to the location would be fenced before drilling starts. Following the conclusion of drilling and completion activities, the fourth side would also be fenced.
- e. Drill cuttings would be contained in the pit and buried on-site for a period not to exceed six months, weather permitting
- f. Produced fluids from the well other than water would be decanted into steel test tank(s) until such time as construction of production facilities is completed. Any oil that may be accumulated would be transferred to a permanent production tank. Produced water may be used in further drilling and completion activities, evaporated in the pit, or would be hauled to one of the state-approved disposal facilities below:

Disposal Facilities
1. RNI Industries, Inc. – Pleasant Valley Disposal Pits, Sec. 25, 26, 35 & 36, T4S-R3W
2. Pro Water LLC – Blue Bench 13-1 Disposal Well (43-013-30971) NENE, Sec. 13, T3S-R5W
3. RN Industries, Inc. – Bluebell Disposal Ponds, Sec. 2, 4 & 9, T2S-R2W
4. Water Disposal, Inc. – Harmston 1-32-A1 Disposal Well (43-013-30224), UTR #00707, Sec. 32, T1S-R1W
5. Unified Water Pits – Sec. 31, T2S-R4W
6. Iowa Tank Line Pits – 8500 BLM Fence Road, Pleasant Valley

- g. Any salts and/or chemicals, which are an integral part of the drilling system, would be disposed of in the same manner as the drilling fluid.
- h. Any spills of oil, condensate, produced or frac water, drilling fluids, or other potentially deleterious substances would be recovered and either returned to its origin or disposed of at an approved disposal site, most likely in Duchesne, Utah.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

- i. Chemicals on the EPA's Consolidated List of Chemicals subject to reporting under Title III of the Superfund Amendments and Reauthorization Act of 1986 (SARA) may be used or stored in quantities over reportable quantities. In the course of drilling, BBC could potentially store and use diesel fuel, sand (silica), hydrochloric acid, and CO₂ gas, all described as hazardous substances in 40 CFR Part 302, Section 302.4, in quantities exceeding 10,000 pounds. In addition, natural gas condensate and crude oil and methanol may be stored or used in reportable quantities. Small quantities of retail products (paint/spray paints, solvents {e.g., WD-40}, and lubrication oil) containing non-reportable volumes of hazardous substances may be stored and used on site at any time. No extremely hazardous substances, as defined in 40 CFR 355, would be used, produced, stored, transported or disposed of in association with the drilling, testing or completion of the wells.
- j. Portable toilets and trash containers would be located onsite during drilling and completion operations. A commercial supplier would install and maintain portable toilets and equipment and would be responsible for removing sanitary waste. Sanitary waste facilities (i.e. toilet holding tanks) would be regularly pumped and their contents disposed of at approved sewage disposal facilities in Duchesne, and/or Uintah Counties, in accordance with applicable rules and regulations regarding sewage treatment and disposal. Accumulated trash and nonflammable waste materials would be hauled to an approved landfill once a week or as often as necessary. All debris and waste materials not contained in the trash containers would be cleaned up, removed from the construction ROW, well pad, or worker housing location, and disposed of at an approved landfill. Trash would be cleaned up everyday.
- k. Sanitary waste equipment and trash bins would be removed from the Project Area upon completion of access road or pipeline construction; following drilling and completion operations at an individual well pad; when worker housing is no longer needed; or as required.
- l. A flare pit may be constructed a minimum of 110' from the wellhead(s) and may be used during completion work. In the event a flare pit proves to be unworkable, a temporary flare stack or open top tank would be installed. BBC would flow back as much fluid and gas as possible into pressurized vessels, separating the fluids from the gas. In some instances, due to the completion fluids utilized within the Project Area, it is not feasible to direct the flow stream from the wellbore through pressurized vessels. In such instances BBC proposes to direct the flow to the open top tanks until flow through the pressurized vessels is feasible. At which point the fluid would either be returned to the reserve pit or placed into a tank(s). The gas would be directed to the flare pit, flare stack (each with a constant source of ignition), or may be directed into the sales pipeline.
- m. Hydrocarbons would be removed from the reserve pit would as soon as practical. In the event immediate removal is not practical, the reserve pit would be flagged overhead or covered with wire or plastic mesh to protect migrating birds.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

8. Ancillary Facilities:

- a. Garbage containers and portable toilets would be located on the well pad.
- b. On well pads where active drilling and completion is occurring, temporary housing would be provided on location for the well pad supervisor, geologist, tool pusher, and others that are required to be on location at all times. The well pad could include up to five single wide mobile homes or fifth wheel campers/trailers.
- c. A surface powerline corridor 480 feet in length is proposed for installation by third-party installer within a 150 foot wide powerline corridor adjacent to the proposed access road. See 12.d below for disturbance estimates.

9. Well Site Layout:

- a. The well would be properly identified in accordance with 43 CFR 3162.6.
- b. The pad layout, cross section diagrams and rig layout are enclosed (see Figures 1 and 2).
- c. The pad and road designs are consistent with industry specifications.
- d. The pad has been staked at its maximum size of 400 feet x 285 feet with an inboard reserve pit size of 100 feet x 200 feet x 8 feet deep. See section 12.d below for disturbance estimates.
- e. Within the approved well pad location, a crawler tractor would strip whatever topsoil is present and stockpile it along the edge of the well pad for use during reclamation. Vegetation would be distributed along the sides of the well pad.
- f. Fill from pit excavation would be stockpiled along the edge of the pit and the adjacent edge of the well pad.
- g. Use of erosion control measures, including proper grading to minimize slopes, diversion terraces and ditches, mulching, terracing, riprap, fiber matting, temporary sediment traps, and broad-based drainage dips or low water crossings would be employed by BBC as necessary and appropriate to minimize erosion and surface runoff during well pad construction and operation. Cut and fill slopes would be constructed such that stability would be maintained for the life of the activity.
- h. All cut and fill slopes would be such that stability can be maintained for the life of the activity.
- i. Diversion ditches would be constructed, if necessary, around the well site to prevent surface waters from entering the well site area.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

- j. Water application may be implemented if necessary to minimize the amount of fugitive dust.
- k. All surface disturbing activities would be supervised by a qualified, responsible company representative who is aware of the terms and conditions of the APD and specifications in the approved plans.

10. Plan for Restoration of the Surface:

- a. A site specific reclamation plan will be submitted within 90 days of location construction.
- b. Site reclamation would be accomplished for portions of the well pad not required for the continued operation of the well on this pad within six months of completion, weather permitting.
- c. The operator would control noxious weeds along access road use authorizations and well site by spraying or mechanical removal, according to the Utah Noxious Weed Act and as set forth in the approved surface damage agreements.
- d. Rat and mouse holes would be filled and compacted from bottom to top immediately upon release of the drilling rig from location. Upon well completion, any hydrocarbons in the pit shall be removed in accordance with 43 CFR 3162.7-1. The reserve pit would be allowed to dry prior to the commencement of backfilling work. No attempts would be made to backfill the reserve pit until it is free of standing water. Once dry, the liner would be torn and perforated before backfilling.
- e. The reserve pit and that portion of the location not needed for production facilities/operations would be recontoured to the approximate natural contours. Areas not used for production purposes would be backfilled and blended into the surrounding terrain, reseeded and erosion control measures installed. Mulching, erosion control measures and fertilization may be required to achieve acceptable stabilization. Back slopes and fore slopes would be reduced as practical and scarified with the contour. The reserved topsoil would be evenly distributed over the slopes and scarified along the contour. Slopes would be seeded with the landowner specified seed mix.
- f. Topsoil salvaged from the drill site and stored for more than one year would be placed at the location indicated on the well site layout drawing and graded to a depth optimum to maintain topsoil viability, seeded with the landowner prescribed seed mixture and covered with mulch for protection from wind and water erosion and to discourage the invasion of weeds.

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

11. Surface and Mineral Ownership:

- a. Surface ownership –
 - Pad area and pipeline and powerline corridors - Ricky & Sandra Nelson
 - Access corridor -
 - Ricky & Sandra Nelson
 - John Edward Burgess
- b. Mineral ownership – Ute Indian Tribe - 988 South 7500 East; Ft. Duchesne, Utah 84026; 435-725-4982.

12. Other Information:

- a. Montgomery Archeological Consultants has conducted a Class III archeological survey. A copy of the report has been submitted under separate cover to the appropriate agencies by Montgomery as MOAC 10-209 dated Nov 2, 2010.
- b. BBC would require that their personnel, contractors, and subcontractors to comply with Federal regulations intended to protect archeological and cultural resources.
- c. Project personnel and contractors would be educated on and subject to the following requirements:
 - No dogs or firearms within the Project Area.
 - No littering within the Project Area.
 - Smoking within the Project Area would only be allowed in off-operator active locations or in specifically designated smoking areas. All cigarette butts would be placed in appropriate containers and not thrown on the ground or out windows of vehicles; personnel and contractors would abide by all fire restriction orders.
 - Campfires or uncontained fires of any kind would be prohibited.
 - Portable generators used in the Project Area would have spark arrestors.
- d. Disturbance estimates:

Approximate Acreage Disturbances

Well Pad		3.461	acres
Access	866 feet	0.597	acres
Pipeline	478 feet	0.329	acres
Powerline	480 feet	1.654	acres
Total		6.041	acres

Bill Barrett Corporation
Surface Use Plan
5-32D-36 BTR
Duchesne County, UT

OPERATOR CERTIFICATION

Certification:

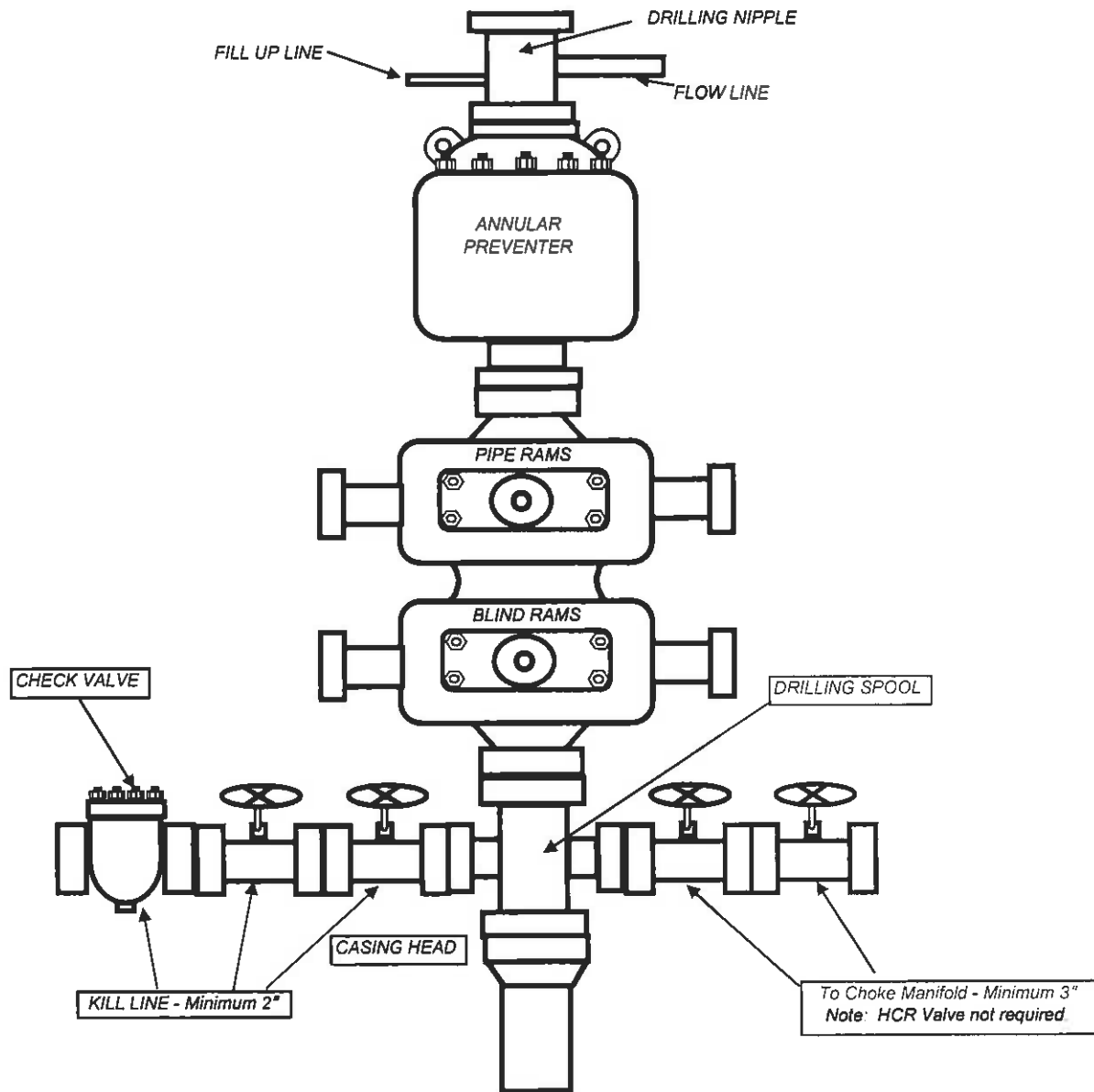
I hereby certify that I, or someone under my direction supervision, have inspected the drill site and access route proposed herein; that I am familiar with the conditions which currently exist; that I have full knowledge of state and Federal laws applicable to this operation; that the statements made in this APD package are, to the best of my knowledge, true and correct; and that the work associated with the operations proposed herein would be performed in conformity with this APD package and the terms and conditions under which it is approved. I also certify that I, or the company I represent, am responsible for the operations conducted under this application and that bond coverage is provided under Bill Barrett Corporations federal nationwide bond. These statements are subject to the provisions of 18 U.S.C. 1001 for the filings of false statements.

Executed this 12th day of May 2011
Name: Venessa Langmacher
Position Title: Senior Permit Analyst
Address: 1099 18th Street, Suite 2300, Denver, CO 80202
Telephone: 303-293-9100
E-mail: vlangmacher@billbarrettcorp.com
Field Representative Kary Eldredge / Bill Barrett Corporation
Address: 1820 W. Highway 40, Roosevelt, UT 84066
Telephone: 435-725-3515 (office); 435-724-6789 (mobile)
E-mail: keldredge@billbarrettcorp.com

Venessa Langmacher, Sr Permit Analyst
Venessa Langmacher, Senior Permit Analyst

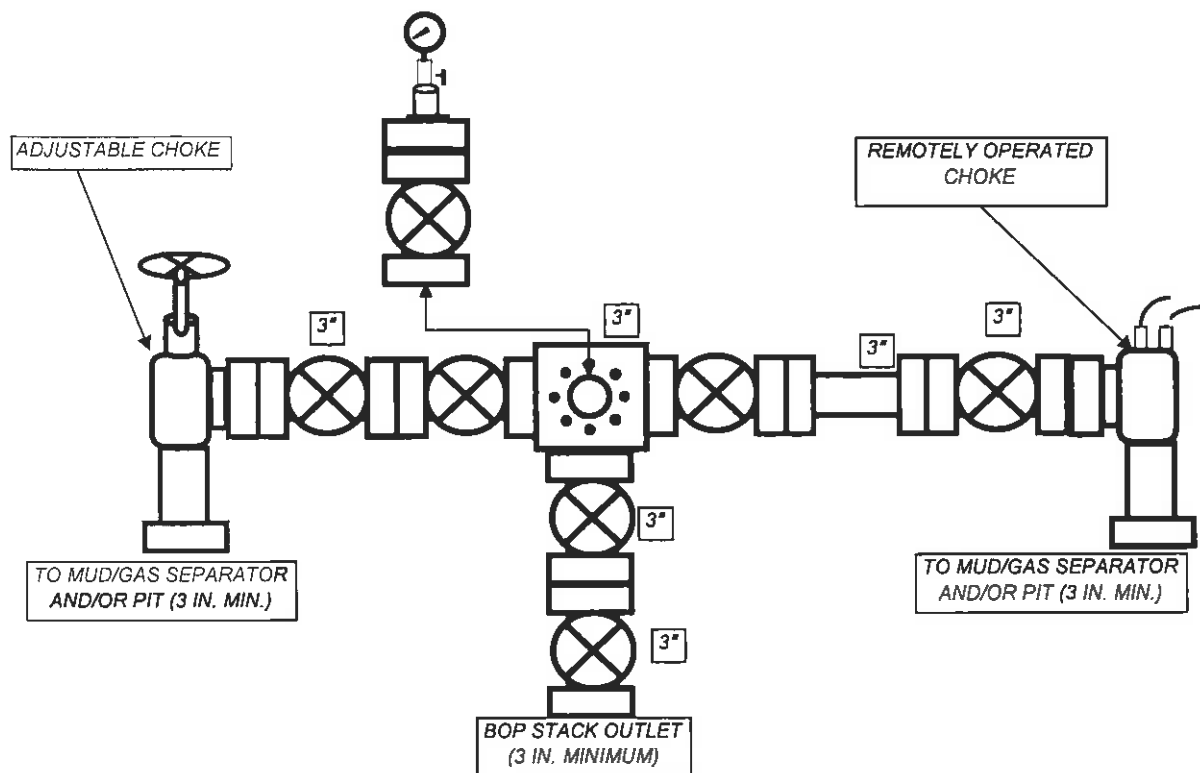
BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. BLOWOUT PREVENTER



BILL BARRETT CORPORATION

TYPICAL 5,000 p.s.i. CHOKE MANIFOLD





May 11, 2011

Ms. Diana Mason – Petroleum Technician
State of Utah Division of Oil, Gas and Mining
1594 West North Temple, Suite 1210
P. O. Box 145801
Salt Lake City, Utah 84114-5801

Re: Directional Drilling R649-3-11
Blacktail Ridge Area #5-32D-36 BTR Well
Surface: 607' FWL & 1,800' FNL, SWNW, 32-T3S-R6W, USM
Bottom Hole: 810' FWL & 1,980' FNL, SWNW, 32-T3S-R6W, USM
Duchesne County, Utah

Dear Ms. Mason,

Pursuant to the filing of Bill Barrett Corporation's ("BBC") Application for Permit to Drill the above referenced well, we hereby submit this letter in accordance with Oil & Gas Conservation Rules R649-2, R649-3, R649-10 and R649-11, pertaining to the Location and Siting of Wells.

- The proposed location is within our Blacktail Ridge Area.
- BBC is permitting this well as a directional well in order to minimize surface disturbance. By locating the well at the surface location and directionally drilling from this location, BBC will be able to utilize the existing road and pipelines in the area.
- The well will be drilled under an Exploration and Development Agreement between the Ute Indian Tribe and Ute Distribution Corporation. Ute Energy, LLC owns a right to participate in this well.
- BBC certifies that it is the working interest owner of all lands within 460 feet of the proposed well location, and together with Ute Energy, LLC, we own 100% of the working interest in these lands.

Based on the information provided, BBC requests that the permit be granted pursuant to R649-3-11. Should you have any questions or need further information, please contact me at 303-312-8544.

Sincerely,



David Watts
Landman

1099 18TH STREET
SUITE 2300
DENVER, CO 80202

BILL BARRETT CORPORATION

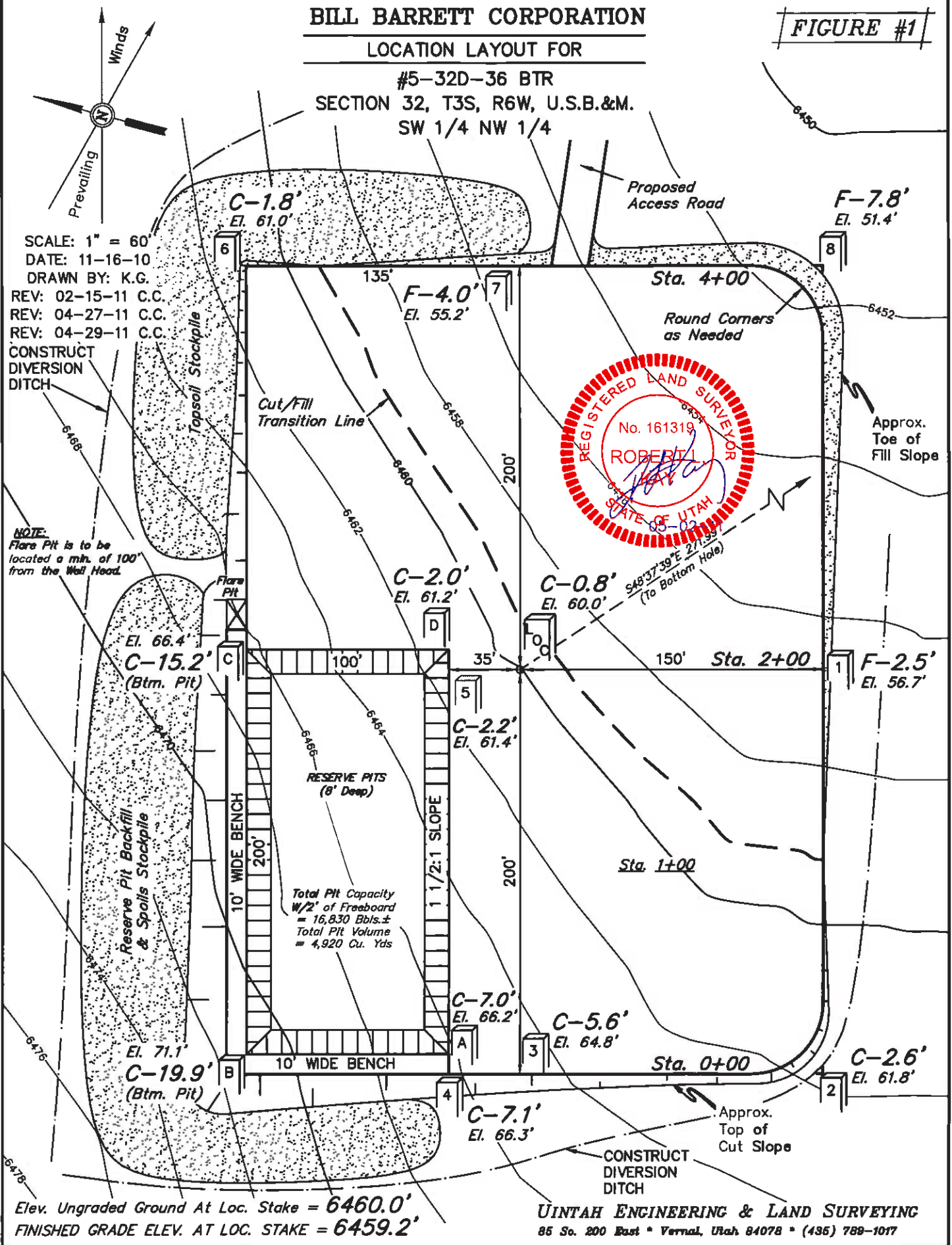
LOCATION LAYOUT FOR

#5-32D-36 BTR

SECTION 32, T3S, R6W, U.S.B.&M.

SW 1/4 NW 1/4

FIGURE #1

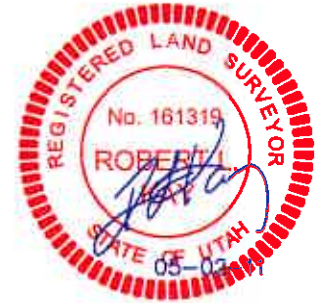


BILL BARRETT CORPORATION**TYPICAL CROSS SECTIONS FOR**

#5-32D-36 BTR

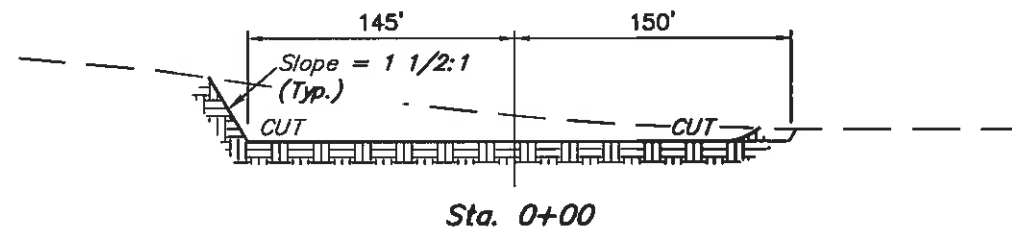
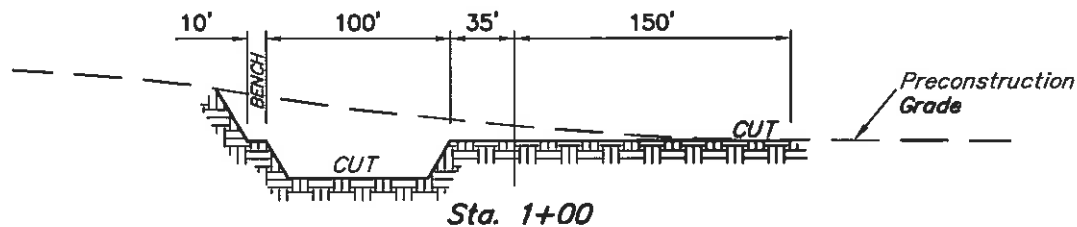
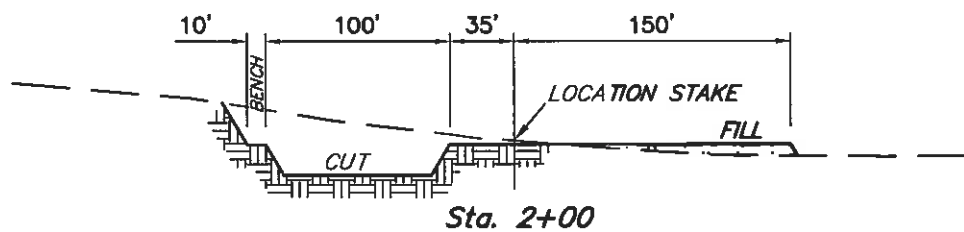
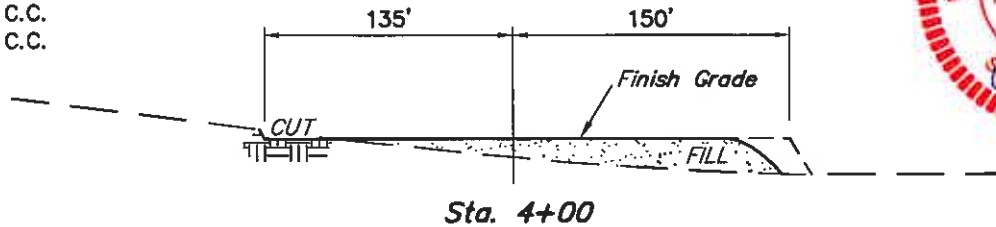
SECTION 32, T3S, R6W, U.S.B.&M.

SW 1/4 NW 1/4

FIGURE #2

1" = 40'
X-Section
Scale
1" = 100'

DATE: 11-16-10
DRAWN BY: K.G.
REV: 02-15-11 C.C.
REV: 04-27-11 C.C.
REV: 04-29-11 C.C.

**NOTE:**

Topsail should not be
Stripped Below Finished
Grade on Substructure Area.

APPROXIMATE ACREAGES

WELL SITE DISTURBANCE = ± 3.461 ACRES
ACCESS ROAD DISTURBANCE = ± 0.597 ACRES
PIPELINE DISTURBANCE = ± 0.329 ACRES
TOTAL = ± 4.387 ACRES

*** NOTE:**

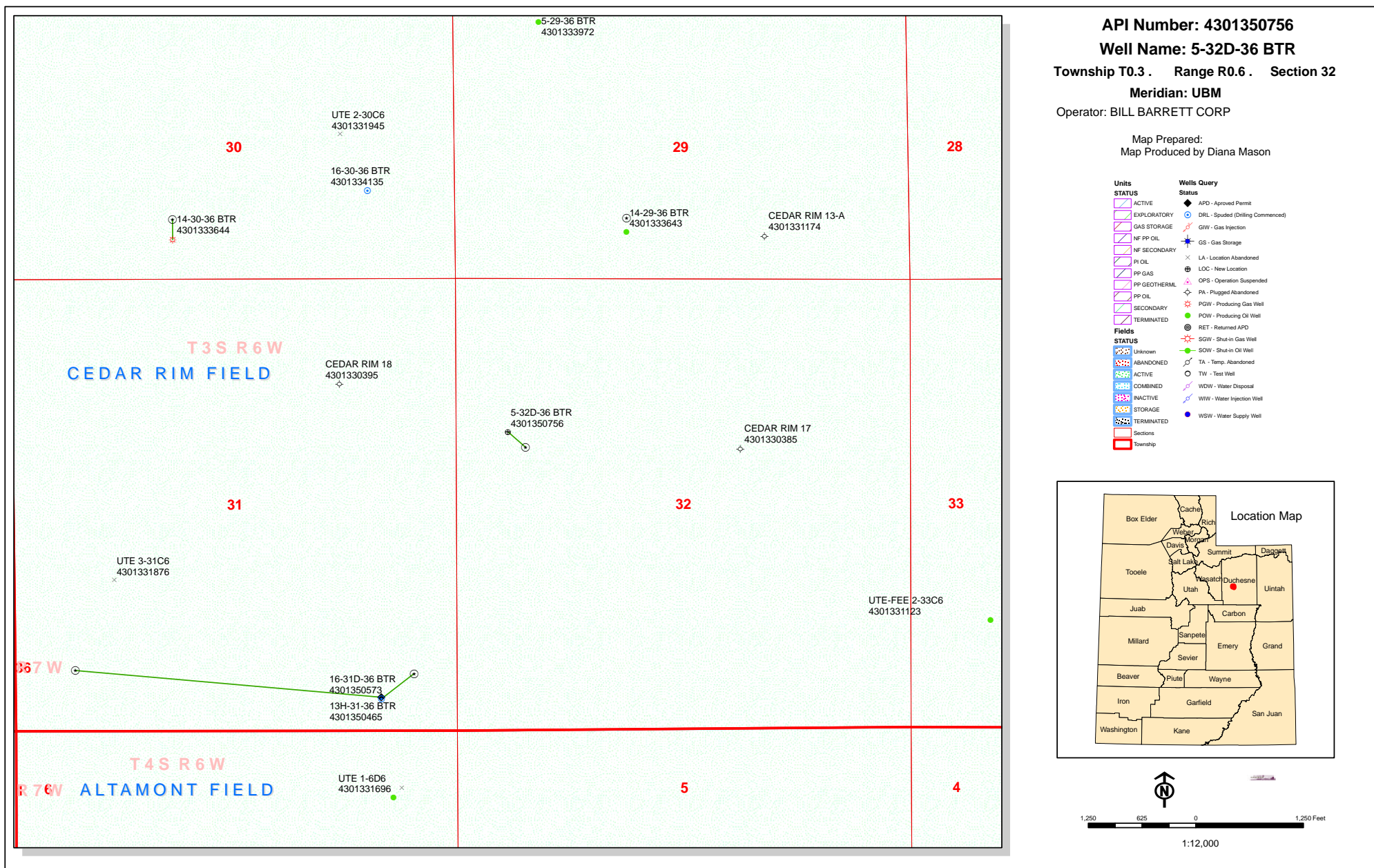
FILL QUANTITY INCLUDES
5% FOR COMPACTION

APPROXIMATE YARDAGES

(12") Topsail Stripping = 4,860 Cu. Yds.
Remaining Location = 14,270 Cu. Yds.
TOTAL CUT = 19,130 CU.YDS.
FILL = 7,750 CU.YDS.

EXCESS MATERIAL = 11,380 Cu. Yds.
Topsail & Pit Backfill = 7,750 Cu. Yds.
(1/2 Pit Vol.)
EXCESS UNBALANCE = 3,630 Cu. Yds.
(After Interim Rehabilitation)

UINTAH ENGINEERING & LAND SURVEYING
85 So. 200 East • Vernal, Utah 84078 • (435) 788-1017



ON-SITE PREDRILL EVALUATION**Utah Division of Oil, Gas and Mining**

Operator BILL BARRETT CORP
Well Name 5-32D-36 BTR
API Number 43013507560000 **APD No** 3781 **Field/Unit** CEDAR RIM
Location: 1/4,1/4 SWNW **Sec** 32 **Tw** 3.0S **Rng** 6.0W 1800 FNL 607 FWL
GPS Coord (UTM) 534609 4447471 **Surface Owner** Ricky and Sandra Nelson

Participants

James Hereford (BLM), Kary Eldredge (Bill Barrett), Don Hamilton (Star Point), Trevor Anderson (UELS), Joe Avia (EIS), Richard Powell (DOGM), Kelly Jo Jackson (Montgomery)

Regional/Local Setting & Topography

This location sits within a few hundred feet of Highway 40 approximately 10.4 miles west of Duchesne, UT. The area around location is relatively flat but with a gentle slope to the east. Elevation and topography vary little around this location but to the north about 1 mile lies Sink Draw and to the south about 1 mile the land drops steeply onto the Strawberry River. These both drain to Starvation Lake to the east.

Surface Use Plan**Current Surface Use**

Wildlife Habitat

New Road Miles	Well Pad	Src Const Material	Surface Formation
0.16	Width 285 Length 400	Onsite	UNTA

Ancillary Facilities N

Waste Management Plan Adequate? Y

Environmental Parameters

Affected Floodplains and/or Wetlands N

Flora / Fauna

Deer, elk, coyote, rabbits and other small mammals, song birds, raptors
Sage, grasses, saltbrush, shadscale, rabbit brush

Soil Type and Characteristics

Sandy clay soil

Erosion Issues N

Sedimentation Issues N

Site Stability Issues N

Drainage Diversion Required? Y

Minor drainages must be diverted around location

Berm Required? N

Erosion Sedimentation Control Required? N

Paleo Survey Run? N Paleo Potential Observed? N Cultural Survey Run? Y Cultural Resources? Y

Reserve Pit**Site-Specific Factors****Site Ranking**

Distance to Groundwater (feet)	>200	0	
Distance to Surface Water (feet)	>1000	0	
Dist. Nearest Municipal Well (ft)	>5280	0	
Distance to Other Wells (feet)	>1320	0	
Native Soil Type	Mod permeability	10	
Fluid Type	Fresh Water	5	
Drill Cuttings	Normal Rock	0	
Annual Precipitation (inches)	10 to 20	5	
Affected Populations			
Presence Nearby Utility Conduits	Unknown	10	
	Final Score	30	1 Sensitivity Level

Characteristics / Requirements

The reserve pit will be place in cut in a stable location. The pit will be 100ft x 200ft x 8ft deep with a total capacity including freeboard of 16,830bbl. Kary Eldredge of BBC said they will use a 20 mil liner with a felt sub-liner.

Closed Loop Mud Required? N Liner Required? Y Liner Thickness 16 Pit Underlayment Required? Y

Other Observations / Comments

Richard Powell
Evaluator

6/15/2011
Date / Time

Application for Permit to Drill

Statement of Basis

6/28/2011

Utah Division of Oil, Gas and Mining

Page 1

APD No	API WellNo	Status	Well Type	Surf Owner	CBM
3781	43013507560000	LOCKED	OW	P	No
Operator	BILL BARRETT CORP		Surface Owner-APD	Ricky and Sandra Nelson	
Well Name	5-32D-36 BTR		Unit		
Field	CEDAR RIM		Type of Work	DRILL	
Location	SWNW 32 3S 6W U 1800 FNL 607 FWL GPS Coord (UTM) 534606E 4447463N				

Geologic Statement of Basis

The mineral rights for the proposed well are owned by the Ute Tribe. The BLM will be the agency responsible for evaluating and approving the drilling, casing and cement programs.

Brad Hill
APD Evaluator

6/28/2011
Date / Time

Surface Statement of Basis

This onsite evaluation was scheduled and arranged by BLM representative James Hereford. According to Mr. Hereford, a letter was written to the surface owners Ricky and Sandra Nelson explaining the onsite and inviting them to attend but they did not respond. Richard Powell of DOGM also attempted to contact them but my phone call message was not answered or returned. James Hereford expressed concern about overhead power lines and Mr. Eldredge stated that the height of the lines had already been assessed by the drilling rig movers and the lines are high enough to get under. No other attendees stated any concerns with this site.

Richard Powell
Onsite Evaluator

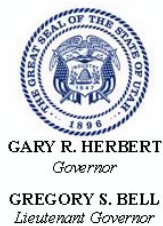
6/15/2011
Date / Time

Conditions of Approval / Application for Permit to Drill

Category	Condition
Pits	A synthetic liner with a minimum thickness of 12 mils with a felt subliner shall be properly installed and maintained in the reserve pit.
Surface	The well site shall be bermed to prevent fluids from leaving the pad.
Surface	Drainages adjacent to the proposed pad shall be diverted around the location.
Surface	The reserve pit shall be fenced upon completion of drilling operations.

WORKSHEET APPLICATION FOR PERMIT TO DRILL

APD RECEIVED: 5/12/2011**API NO. ASSIGNED:** 43013507560000**WELL NAME:** 5-32D-36 BTR**OPERATOR:** BILL BARRETT CORP (N2165)**PHONE NUMBER:** 303 312-8134**CONTACT:** Tracey Fallang**PROPOSED LOCATION:** SWNW 32 030S 060W**Permit Tech Review:** ☒**SURFACE:** 1800 FNL 0607 FWL**Engineering Review:** ☐**BOTTOM:** 1980 FNL 0810 FWL**Geology Review:** ☒**COUNTY:** DUCHESNE**LATITUDE:** 40.17873**LONGITUDE:** -110.59353**UTM SURF EASTINGS:** 534606.00**NORTHINGS:** 4447463.00**FIELD NAME:** CEDAR RIM**LEASE TYPE:** 2 - Indian**LEASE NUMBER:** 2OG0005608**PROPOSED PRODUCING FORMATION(S):** GREEN RIVER-WASATCH**SURFACE OWNER:** 4 - Fee**COALBED METHANE:** NO**RECEIVED AND/OR REVIEWED:**☒ **PLAT**☒ **Bond:** INDIAN - LPM8874725☐ **Potash**☐ **Oil Shale 190-5**☐ **Oil Shale 190-3**☐ **Oil Shale 190-13**☒ **Water Permit:** Duchesne City Culinary Water Dock☐ **RDCC Review:**☒ **Fee Surface Agreement**☐ **Intent to Commingle****Commingle Approved****LOCATION AND SITING:**☐ **R649-2-3.****Unit:**☐ **R649-3-2. General**☐ **R649-3-3. Exception**☒ **Drilling Unit****Board Cause No:** Cause 139-84**Effective Date:** 12/31/2008**Siting:** 660' Fr Drl U Bdry & 1320' Fr Other Wells☒ **R649-3-11. Directional Drill****Comments:** Presite Completed**Stipulations:**
4 - Federal Approval - dmason
5 - Statement of Basis - bhill
15 - Directional - dmason**RECEIVED:** Jun. 28, 2011



State of Utah

DEPARTMENT OF NATURAL RESOURCES

MICHAEL R. STYLER
Executive Director

Division of Oil, Gas and Mining

JOHN R. BAZA
Division Director

Permit To Drill

Well Name: 5-32D-36 BTR
API Well Number: 43013507560000
Lease Number: 2OG0005608
Surface Owner: FEE (PRIVATE)
Approval Date: 6/28/2011

Issued to:

BILL BARRETT CORP, 1099 18th Street Ste 2300, Denver, CO 80202

Authority:

Pursuant to Utah Code Ann. §40-6-1 et seq., and Utah Administrative Code R649-3-1 et seq., the Utah Division of Oil, Gas and Mining issues conditions of approval, and permit to drill the listed well. This permit is issued in accordance with the requirements of Cause 139-84. The expected producing formation or pool is the GREEN RIVER-WASATCH Formation(s), completion into any other zones will require filing a Sundry Notice (Form 9). Completion and commingling of more than one pool will require approval in accordance with R649-3-22.

Duration:

This approval shall expire one year from the above date unless substantial and continuous operation is underway, or a request for extension is made prior to the expiration date

General:

Compliance with the requirements of Utah Admin. R. 649-1 et seq., the Oil and Gas Conservation General Rules, and the applicable terms and provisions of the approved Application for permit to drill.

Conditions of Approval:

State approval of this well does not supercede the required federal approval, which must be obtained prior to drilling.

In accordance with Utah Admin. R.649-3-11, Directional Drilling, the operator shall submit a complete angular deviation and directional survey report to the Division within 30 days following completion of the well.

Compliance with the Conditions of Approval/Application for Permit to Drill outlined in the Statement of Basis (copy attached).

Notification Requirements:

The operator is required to notify the Division of Oil, Gas and Mining of the following actions during drilling of this well:

- Within 24 hours following the spudding of the well – contact Carol Daniels at 801-538-5284 (please leave a voicemail message if not available)
OR
submit an electronic sundry notice (pre-registration required) via the Utah Oil & Gas website at <http://oilgas.ogm.utah.gov>

Reporting Requirements:

All reports, forms and submittals as required by the Utah Oil and Gas Conservation General Rules will be promptly filed with the Division of Oil, Gas and Mining, including but not limited to:

- Entity Action Form (Form 6) – due within 5 days of spudding the well
- Monthly Status Report (Form 9) – due by 5th day of the following calendar month
- Requests to Change Plans (Form 9) – due prior to implementation
- Written Notice of Emergency Changes (Form 9) – due within 5 days
- Notice of Operations Suspension or Resumption (Form 9) – due prior to implementation
- Report of Water Encountered (Form 7) – due within 30 days after completion
- Well Completion Report (Form 8) – due within 30 days after completion or plugging

Approved By:

A handwritten signature in black ink, appearing to read "John Rogers", written over a horizontal line.

For John Rogers
Associate Director, Oil & Gas

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

RECEIVED

MAY 12 2011

FORM APPROVED
OMB No. 1004-0136
Expires July 31, 2010

APPLICATION FOR PERMIT TO DRILL OR REENTER

BLM

1a. Type of Work: <input checked="" type="checkbox"/> DRILL <input type="checkbox"/> REENTER		5. Lease Serial No. 20G0005608
1b. Type of Well: <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Other <input type="checkbox"/> Single Zone <input checked="" type="checkbox"/> Multiple Zone		6. If Indian, Allottee or Tribe Name
2. Name of Operator BILL BARRETT CORPORATION		7. If Unit or CA Agreement, Name and No.
Contact: VENESSA LANGMACHER E-Mail: vlangmacher@billbarrettcorp.com		8. Lease Name and Well No. 5-32D-36 BTR
3a. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202	3b. Phone No. (include area code) Ph: 303-293-9100 Fx: 303-291-0420	9. API Well No. 43 013 50756
4. Location of Well (Report location clearly and in accordance with any State requirements. *) At surface SWNW 1800FNL 607FWL 40.178706 N Lat, 110.594286 W Lon At proposed prod. zone SWNW 1980FNL 810FWL 40.178211 N Lat, 110.593553 W Lon		10. Field and Pool, or Exploratory CEDAR RIM
14. Distance in miles and direction from nearest town or post office* 11 MILES WEST OF DUCHESNE, UT		11. Sec., T., R., M., or Blk. and Survey or Area Sec 32 T3S R6W Mer UBM
15. Distance from proposed location to nearest property or lease line, ft. (Also to nearest drig. unit line, if any) 810'	16. No. of Acres in Lease 66101.00	12. County or Parish DUCHESNE
17. Spacing Unit dedicated to this well 160.00	18. Distance from proposed location to nearest well, drilling, completed, applied for, on this lease, ft. 2282'	13. State UT
19. Proposed Depth 9537 MD 9520 TVD	20. BLM/BIA Bond No. on file LPM8874725	
21. Elevations (Show whether DF, KB, RT, GL, etc.) 6460 GL	22. Approximate date work will start 08/01/2011	23. Estimated duration 60 DAYS (D&C)

24. Attachments

The following, completed in accordance with the requirements of Onshore Oil and Gas Order No. 1, shall be attached to this form:

1. Well plat certified by a registered surveyor.
2. A Drilling Plan.
3. A Surface Use Plan (if the location is on National Forest System Lands, the SUPO shall be filed with the appropriate Forest Service Office).
4. Bond to cover the operations unless covered by an existing bond on file (see Item 20 above).
5. Operator certification
6. Such other site specific information and/or plans as may be required by the authorized officer.

25. Signature (Electronic Submission)	Name (Printed/Typed) VENESSA LANGMACHER Ph: 303-293-9100	Date 05/12/2011
Title SENIOR PERMIT ANALYST		
Approved by (Signature) 	Name (Printed/Typed) Jerry Kenczka	Date AUG 17 20
Title Assistant Field Manager Lands & Mineral Resources	Office VERNAL FIELD OFFICE	

Application approval does not warrant or certify the applicant holds legal or equitable title to those rights in the subject lease which would entitle the applicant to conduct operations thereon.
Conditions of approval, if any, are attached.

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

Additional Operator Remarks (see next page)

Electronic Submission #108154 verified by the BLM Well Information System
For BILL BARRETT CORPORATION, sent to the Vernal
Committed to AFMSS for processing by ROBIN R. HANSEN on 05/16/2011 ()

UDOGM

NOTICE OF APPROVAL
CONDITIONS OF APPROVAL ATTACHED

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

11550711AE

RECEIVED

AUG 23 2011

DIV. OF OIL, GAS & MINING



UNITED STATES DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT
VERNAL FIELD OFFICE
170 South 500 East VERNAL, UT 84078 (435) 781-4400



CONDITIONS OF APPROVAL FOR APPLICATION FOR PERMIT TO DRILL

Company: Bill Barrett Corporation
Well No: 5-32D-36 BTR
API No: 43-013-50756

Location: SWNW, Sec. 32, T3S R6W
Lease No: 20G0005608
Agreement: N/A

OFFICE NUMBER: (435) 781-4400

OFFICE FAX NUMBER: (435) 781-3420

**A COPY OF THESE CONDITIONS SHALL BE FURNISHED TO YOUR
FIELD REPRESENTATIVE TO INSURE COMPLIANCE**

All lease and/or unit operations are to be conducted in such a manner that full compliance is made with the applicable laws, regulations (43 CFR Part 3160), and this approved Application for Permit to Drill including Surface and Downhole Conditions of Approval. The operator is considered fully responsible for the actions of his subcontractors. A copy of the approved APD must be on location during construction, drilling, and completion operations. **This permit is approved for a two (2) year period, or until lease expiration, whichever occurs first. An additional extension, up to two (2) years, may be applied for by sundry notice prior to expiration.**

NOTIFICATION REQUIREMENTS

Construction Activity
(Notify Ute Tribe Energy & Minerals
Dept. and BLM Environmental
Scientist)

- The Ute Tribe Energy & Minerals Dept. and BLM Environmental Scientist shall be notified at least 48 hours in advance of any construction activity. The Ute Tribal office is open Monday through Thursday.

Construction Completion
(Notify Ute Tribe Energy & Minerals
Dept. and BLM Environmental
Scientist)

- Upon completion of the pertinent APD/ROW construction, notify the Ute Tribe Energy & Minerals Dept. for a Tribal Technician to verify the Affidavit of Completion. Notify the BLM Environmental Scientist prior to moving on the drilling rig.

Spud Notice
(Notify BLM Petroleum Engineer)

- Twenty-Four (24) hours prior to spudding the well.

Casing String & Cementing
(Notify BLM Supv. Petroleum Tech.)

- Twenty-Four (24) hours prior to running casing and cementing all casing strings to: ut_vn_opreport@blm.gov.

BOP & Related Equipment Tests
(Notify BLM Supv. Petroleum Tech.)

- Twenty-Four (24) hours prior to initiating pressure tests.

First Production Notice
(Notify BLM Petroleum Engineer)

- Within Five (5) business days after new well begins or production resumes after well has been off production for more than ninety (90) days.

***SURFACE USE PROGRAM
CONDITIONS OF APPROVAL (COAs)***

SITE SPECIFIC COA's:

- Any deviation of submitted APD's, which includes BBCs surface use plan, and ROW applications the operator will notify the BLM in writing and will receive written authorization of any such change with appropriate authorization.
- The operator will implement "Safety and Emergency Plan." The operator's safety director will ensure its compliance.
- All operator employees and/or authorized personnel (sub-contractors) in the field will have approved applicable APD's, COAs, and ROW permits/authorizations on their person(s) during all phases of construction.
- All vehicular traffic, personnel movement, construction/restoration operations should be confined to the area examined and approved, and to the existing roadways and/or evaluated access routes.
- Wood shall be saved per the surface owner's recommendations piled up around well pad and along access roads. Wood from the locations can also be used for reclamation purposes.
- All above ground production facilities will be painted Beetle Green on all locations to help blend in with the surrounding habitat.
- Roads should be crown and ditched to divert any runoff from pooling on the road surface itself, this also aids in lessening erosion on the road. Wing ditches can be installed to also aid in control runoff from affecting the proposed road.
- 6 inches of topsoil must be saved from the sites being disturbed for reclamation purposed only. Topsoil pile should be separated from the subsoil's and stored so topsoil is not affected by erosional forces. Piles higher than 8 feet are not recommended, because of the potential for greater erosion.
- The operator must conduct operations to minimize adverse effects to surface and subsurface resources, prevent unnecessary surface disturbance, and conform to currently available technology and practice.
- The operator must improve or maintain existing roads in a condition the same as or better than before operations began. The operator must provide any plans for improvement and/or maintenance of existing roads.
- Site reclamation would be accomplished for portions of the well pad not needed for production, within 6 months of completion, weather permitting. This also includes any roads, and pipeline areas that have been disturbed as well. Roads and pipeline disturbances can undergo reclamation immediately after the pipeline is installed and after the roads are built. Please contact surface owner or the BLM for possible seed mixes to use in the project area. Non-natives can be used; however lbs/ac must be kept low to minimize the chance of a monoculture.

**DOWNHOLE PROGRAM
CONDITIONS OF APPROVAL (COAs)**

SITE SPECIFIC DOWNHOLE COAs:

- Production casing cement shall be brought up and into the surface casing. The minimum cement top is 200 ft. above the surface casing shoe.

All provisions outlined in Onshore Oil & Gas Order #2 Drilling Operations shall be strictly adhered to. The following items are emphasized:

DRILLING/COMPLETION/PRODUCING OPERATING STANDARDS

- The spud date and time shall be reported orally to Vernal Field Office within 24 hours of spudding.
- Notify Vernal Field Office Supervisory Petroleum Engineering Technician at least 24 hours in advance of casing cementing operations and BOPE & casing pressure tests.
- All requirements listed in Onshore Order #2 III. E. Special Drilling Operations are applicable for air drilling of surface hole.
- Blowout prevention equipment (BOPE) shall remain in use until the well is completed or abandoned. Closing unit controls shall remain unobstructed and readily accessible at all times. Choke manifolds shall be located outside of the rig substructure.
- All BOPE components shall be inspected daily and those inspections shall be recorded in the daily drilling report. Components shall be operated and tested as required by Onshore Oil & Gas Order No. 2 to insure good mechanical working order. All BOPE pressure tests shall be performed by a test pump with a chart recorder and **NOT** by the rig pumps. Test shall be reported in the driller's log.
- BOP drills shall be initially conducted by each drilling crew within 24 hours of drilling out from under the surface casing and weekly thereafter as specified in Onshore Oil & Gas Order No. 2.
- Casing pressure tests are required before drilling out from under all casing strings set and cemented in place.
- No aggressive/fresh hard-banded drill pipe shall be used within casing.
- **Cement baskets shall not be run on surface casing.**
- The operator must report all shows of water or water-bearing sands to the BLM. If flowing water is encountered it must be sampled, analyzed, and a copy of the analyses submitted to the BLM Vernal Field Office.
- The operator must report encounters of all non oil & gas mineral resources (such as Gilsonite, tar sands, oil shale, trona, etc.) to the Vernal Field Office, in writing, within 5 working days of each encounter. Each report shall include the well name/number, well location, date and depth (from KB or GL) of encounter, vertical footage of the encounter and, the name of the person

making the report (along with a telephone number) should the BLM need to obtain additional information.

- A complete set of angular deviation and directional surveys of a directional well will be submitted to the Vernal BLM office engineer within 30 days of the completion of the well.
- While actively drilling, chronologic drilling progress reports shall be filed directly with the BLM, Vernal Field Office on a weekly basis in sundry, letter format or e-mail to the Petroleum Engineers until the well is completed.
- A cement bond log (CBL) will be run from the production casing shoe to the top of cement and shall be utilized to determine the bond quality for the production casing. Submit a field copy of the CBL to this office.
- **Please submit an electronic copy of all other logs run on this well in LAS format to UT_VN_Welllogs@BLM.gov. This submission will supersede the requirement for submittal of paper logs to the BLM.**
- There shall be no deviation from the proposed drilling, completion, and/or workover program as approved. Safe drilling and operating practices must be observed. Any changes in operation must have prior approval from the BLM Vernal Field Office.

OPERATING REQUIREMENT REMINDERS:

- All wells, whether drilling, producing, suspended, or abandoned, shall be identified in accordance with 43 CFR 3162.6. There shall be a sign or marker with the name of the operator, lease serial number, well number, and surveyed description of the well.
- For information regarding production reporting, contact the Office of Natural Resources Revenue (ONRR) at www.ONRR.gov.
- In accordance with 43 CFR 3162.4-3, this well shall be reported on the "Monthly Report of Operations" (Oil and Gas Operations Report ((OGOR)) starting with the month in which operations commence and continue each month until the well is physically plugged and abandoned. This report shall be filed in duplicate, directly with the Minerals Management Service, P.O. Box 17110, Denver, Colorado 80217-0110, or call 1-800-525-7922 (303) 231-3650 for reporting information.
- Should the well be successfully completed for production, the BLM Vernal Field office must be notified when it is placed in a producing status. Such notification will be by written communication and must be received in this office by not later than the fifth business day following the date on which the well is placed on production. The notification shall provide, as a minimum, the following informational items:
 - Operator name, address, and telephone number.
 - Well name and number.
 - Well location (¼¼, Sec., Twn, Rng, and P.M.).
 - Date well was placed in a producing status (date of first production for which royalty will be paid).
 - The nature of the well's production, (i.e., crude oil, or crude oil and casing head gas, or natural gas and entrained liquid hydrocarbons).
 - The Federal or Indian lease prefix and number on which the well is located; otherwise the non-Federal or non-Indian land category, i.e., State or private.
 - Unit agreement and/or participating area name and number, if applicable.
 - Communitization agreement number, if applicable.
- Any venting or flaring of gas shall be done in accordance with Notice to Lessees (NTL) 4A and needs prior approval from the BLM Vernal Field Office.
- All undesirable events (fires, accidents, blowouts, spills, discharges) as specified in NTL 3A will be reported to the BLM, Vernal Field Office. Major events, as defined in NTL3A, shall be reported verbally within 24 hours, followed by a written report within 15 days. "Other than Major Events" will be reported in writing within 15 days. "Minor Events" will be reported on the Monthly Report of Operations and Production.
- Whether the well is completed as a dry hole or as a producer, "Well Completion and

Recompletion Report and Log" (BLM Form 3160-4) shall be submitted not later than 30 days after completion of the well or after completion of operations being performed, in accordance with 43 CFR 3162.4-1. Two copies of all logs run, core descriptions, and all other surveys or data obtained and compiled during the drilling, workover, and/or completion operations, shall be filed on BLM Form 3160-4. Submit with the well completion report a geologic report including, at a minimum, formation tops, and a summary and conclusions. Also include deviation surveys, sample descriptions, strip logs, core data, drill stem test data, and results of production tests if performed. Samples (cuttings, fluid, and/or gas) shall be submitted only when requested by the BLM, Vernal Field Office.

- All off-lease storage, off-lease measurement, or commingling on-lease or off-lease, shall have prior written approval from the BLM Vernal Field Office.
- Oil and gas meters shall be calibrated in place prior to any deliveries. The BLM Vernal Field Office Petroleum Engineers will be provided with a date and time for the initial meter calibration and all future meter proving schedules. A copy of the meter calibration reports shall be submitted to the BLM Vernal Field Office. All measurement facilities will conform to the API standards for liquid hydrocarbons and the AGA standards for natural gas measurement. All measurement points shall be identified as the point of sale or allocation for royalty purposes.
- A schematic facilities diagram as required by Onshore Oil & Gas Order No. 3 shall be submitted to the BLM Vernal Field Office within 30 days of installation or first production, whichever occurs first. All site security regulations as specified in Onshore Oil & Gas Order No. 3 shall be adhered to. All product lines entering and leaving hydrocarbon storage tanks will be effectively sealed in accordance with Onshore Oil & Gas Order No. 3.
- Any additional construction, reconstruction, or alterations of facilities, including roads, gathering lines, batteries, etc., which will result in the disturbance of new ground, shall require the filing of a suitable plan and need prior approval of the BLM Vernal Field Office. Emergency approval may be obtained orally, but such approval does not waive the written report requirement.
- No location shall be constructed or moved, no well shall be plugged, and no drilling or workover equipment shall be removed from a well to be placed in a suspended status without prior approval of the BLM Vernal Field Office. If operations are to be suspended for more than 30 days, prior approval of the BLM Vernal Field Office shall be obtained and notification given before resumption of operations.
- Pursuant to Onshore Oil & Gas Order No. 7, this is authorization for pit disposal of water produced from this well for a period of 90 days from the date of initial production. A permanent disposal method must be approved by this office and in operation prior to the end of this 90-day period. In order to meet this deadline, an application for the proposed permanent disposal method shall be submitted along with any necessary water analyses, as soon as possible, but no later than 45 days after the date of first production. Any method of disposal which has not been approved prior to the end of the authorized 90-day period will be considered as an Incident of Noncompliance and will be grounds for issuing a shut-in order until an acceptable manner for disposing of said water is provided and approved by this office.
- Unless the plugging is to take place immediately upon receipt of oral approval, the Field Office Petroleum Engineers must be notified at least 24 hours in advance of the plugging of the well, in order that a representative may witness plugging operations. If a well is suspended or abandoned, all pits must be fenced immediately until they are backfilled. The "Subsequent

Report of Abandonment" (Form BLM 3160-5) must be submitted within 30 days after the actual plugging of the well bore, showing location of plugs, amount of cement in each, and amount of casing left in hole, and the current status of the surface restoration.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
9. FIELD and POOL or WILDCAT: CEDAR RIM		COUNTY: DUCHESNE
STATE: UTAH		
11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION <input type="checkbox"/> NOTICE OF INTENT Approximate date work will start: <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input checked="" type="checkbox"/> SPUD REPORT Date of Spud: 11/25/2011 <input type="checkbox"/> DRILLING REPORT Report Date:	TYPE OF ACTION <div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100%;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. This well was spud on 11/25/2011 at 10:00 am by Triple A Drilling.		
NAME (PLEASE PRINT) Venessa Langmacher		PHONE NUMBER 303 312-8172
SIGNATURE N/A		TITLE Senior Permit Analyst
DATE 11/29/2011		

Sundry Number: 20726 API Well Number: 43013507560000

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
9. FIELD and POOL or WILDCAT: CEDAR RIM		COUNTY: DUCHESNE
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 11/30/2011			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

 Well was spud in November 2011.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 12/5/2011	

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corporation Rig Name/# Triple A Drilling
Submitted By Venessa Langmach Phone Number 303-312-8172
Well Name/Number 5-32D-36 BTR
Qtr/Qtr SWNW Section 32 Township 3S Range 6W
Lease Serial Number 2OG0005608
API Number 4301350756

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time 11/25/2011 8:00 AM ☒ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
☐ Intermediate Casing
☐ Production Casing
☐ Liner
☐ Other

Date/Time _____ AM ☐ PM ☐

BOPE

- ☐ Initial BOPE test at surface casing point
☐ BOPE test at intermediate casing point
☐ 30 day BOPE test
☐ Other

RECEIVED

NOV 22 2011

DIV. OF OIL, GAS & MINING

Date/Time _____ AM ☐ PM ☐

Remarks _____

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 6

ENTITY ACTION FORM

Operator: Bill Barrett Corporation Operator Account Number: N 2165
Address: 1099 18th Street, Suite 2300
city Denver
state CO zip 80202 Phone Number: (303) 312-8172

Well 1

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350756	5-32D-36 BTR		SWNW	32	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18328	11/25/2011			11/30/11	
Comments: Spudding Operation was conducted by Triple A Drilling @ 10:00 am. <u>GR-WS</u> <u>BHL=SWNW</u>							

Well 2

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350921	6-32-36 BTR SWD		SESW	32	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18329	11/27/2011			11/30/11	
Comments: Spudding Operation was conducted by Triple A Drilling @ 11:00 am. <u>GRRV</u>							

Well 3

API Number	Well Name		QQ	Sec	Twp	Rng	County
4301350613	14-7D-36 BTR		SWSW	7	3S	6W	Duchesne
Action Code	Current Entity Number	New Entity Number	Spud Date			Entity Assignment Effective Date	
A	99999	18330	11/28/2011			11/30/11	
Comments: Spudding Operation was conducted by Triple A Drilling @ 1:00 pm. <u>GR-WS</u> <u>BHL=SESW</u>							

ACTION CODES:

- A - Establish new entity for new well (single well only)
- B - Add new well to existing entity (group or unit well)
- C - Re-assign well from one existing entity to another existing entity
- D - Re-assign well from one existing entity to a new entity
- E - Other (Explain in 'comments' section)

RECEIVED

NOV 30 2011

Venessa Langmacher

Name (Please Print)

Venessa Langmacher

Signature

Sr Permit Analyst

Title

11/29/2011

Date

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Terry Johnson Phone Number 435-828-6095
Well Name/Number 5-32D-36 BTR
Qtr/Qtr SW/NW Section 32 Township 3S Range 6W
Lease Serial Number 20G0005608
API Number 43013507560000

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☒ Surface Casing
- ☐ Intermediate Casing
- ☐ Production Casing
- ☐ Liner
- ☐ Other

RECEIVED

DEC 22 2011

DIV. OF OIL, GAS & MINING

Date/Time 12/25/11 3:00 AM ☒ PM ☐

BOPE

- ☒ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time 12/25/11 11:30 AM ☐ PM ☒

Remarks Dates and Times are Estimated based on Offset Information and Current Conditions

BLM - Vernal Field Office - Notification Form

Operator Bill Barrett Corp. Rig Name/# Patterson Rig 506
Submitted By Rich Dembowski Phone Number 435-828-6095
Well Name/Number 5-32D-36 BTR
Qtr/Qtr SW/NW Section 32 Township 3S Range 6W
Lease Serial Number 1420H626265
API Number 43-013-50756

Spud Notice – Spud is the initial spudding of the well, not drilling out below a casing string.

Date/Time _____ AM ☐ PM ☐

Casing – Please report time casing run starts, not cementing times.

- ☐ Surface Casing
- ☐ Intermediate Casing
- ☒ Production Casing
- ☐ Liner
- ☐ Other

RECEIVED

JAN 03 2012

DIV. OF OIL, GAS & MINING

Date/Time 1/3/12 5:00 AM ☐ PM ☒

BOPE

- ☐ Initial BOPE test at surface casing point
- ☐ BOPE test at intermediate casing point
- ☐ 30 day BOPE test
- ☐ Other

Date/Time _____ AM ☐ PM ☐

Remarks Estimated date and time based on current conditions.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
9. FIELD and POOL or WILDCAT: CEDAR RIM		COUNTY: DUCHESNE
STATE: UTAH		

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100px;" type="text"/>
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 12/31/2011			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

 Attached is the December 2011 monthly drilling report for this well.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 1/5/2012	

**5-32D-36 BTR 12/19/2011 06:00 - 12/20/2011 06:00**

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	13.50	19:30	1	RIGUP & TEARDOWN	MI man camps, pipe tubs and pieces of backyard. RD rig.
19:30	10.50	06:00	1	RIGUP & TEARDOWN	Wait on Daylight

5-32D-36 BTR 12/20/2011 06:00 - 12/21/2011 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	1	RIGUP & TEARDOWN	Wait on Daylight - Hold PJSM - Vehicle Inspection and Warm Up
07:00	10.00	17:00	1	RIGUP & TEARDOWN	Move Rig Equipment from 6-32-36 BTR SWD to 5-32D-36 BTR
17:00	13.00	06:00	1	RIGUP & TEARDOWN	Shut Down for Night - Move Status: Rigged Down 100%, Moved 90%, Set In 70%, Rigged Up 40%. Still have to set Derrick, Back Yard, and Peripherals.

5-32D-36 BTR 12/21/2011 06:00 - 12/22/2011 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	1	RIGUP & TEARDOWN	Wait on Daylight
06:30	1.00	07:30	1	RIGUP & TEARDOWN	Start all Vehicles - Inspect Vehicles - Hold PJSM - Discuss Agenda for Setting Derrick - Mat Board Configuration - Job Stops
07:30	3.50	11:00	1	RIGUP & TEARDOWN	Finish Moving Rig Equipment and Setting In - Release Rig Moving Trucks at 11:00 hrs
11:00	7.00	18:00	1	RIGUP & TEARDOWN	Raise Derrick at 11:30 - RU floor - Mud Pumps - Mud Lines - Pits -Backyard - Fill Upright Water Tank, Rig Day Tank. Break Tours at 18:00 hrs
18:00	3.00	21:00	1	RIGUP & TEARDOWN	Continue with Rig Up - Install Riser - Spot directional trailer and H/U. Perform 100% safety inspection per Patterson requirement. Fire generators - Floor Mtrs - MP Motors. Fill mud pits. Repair Leaks - Level Pits
21:00	9.00	06:00	1	RIGUP & TEARDOWN	Continue to RU - Install Ground Rods - Install Riser and Flow Lines - Repair and Fire Boiler - Install Stairs and Handrails - Thaw Lines - RU Kelly and Spinner - RU Pason Equipment - Install Mouse Hole - RU Tongs, Snub and Pull Lines.

5-32D-36 BTR 12/22/2011 06:00 - 12/23/2011 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	2	DRILL ACTUAL	Lay Out - Tally - Directional BHA - Test Mtr - Orient Toolface - Continu to PU BHA - Tag BTM at 76' GL - 92' RKB
12:00	18.00	06:00	2	DRILL ACTUAL	Drill and Survey Ahead - Sliding as Required to follow well plan. Circ at reduced rate until 8" BHA and Reamers are outside of Conductor.

5-32D-36 BTR 12/23/2011 06:00 - 12/24/2011 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	2	DRILL ACTUAL	Drill Ahead / Sliding as Required to Maintain Azimuth and Angle as per program

5-32D-36 BTR 12/24/2011 06:00 - 12/25/2011 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.50	08:30	2	DRILL ACTUAL	Drill Ahead / Sliding as Required to Casing Point
08:30	0.50	09:00	5	COND MUD & CIRC	Circ Btm Up - Sweep Hole - for Wiper Trip
09:00	0.50	09:30	6	TRIPS	5 stand Wiper Trip - No Overpull - No Fill
09:30	1.00	10:30	5	COND MUD & CIRC	Circ Hole Volume - Build Dry Pipe Slug
10:30	5.00	15:30	6	TRIPS	Pump Dry Pipe Slug - Stand Back Kelly - POOH - Lay Down 8" DC - Reamers - MWD and Mud Motor

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
15:30	5.50	21:00	12	RUN CASING & CEMENT	RU Casing Equipment - PJSM - Run 57 jts, 9 5/8", 36 ppf, J-55, ST&C Casing - Shoe at 2508' - Flt Clr at 2461'.
21:00	3.00	00:00	5	COND MUD & CIRC	Circulate and Condition for Cement - RD Csg Equipment - RU Cementers
00:00	0.50	00:30	12	RUN CASING & CEMENT	PJSM - Install Wiper Plug in Cmt Head - Make up Head to Csg - Hook up Cement Lines and test to 5k.
00:30	2.00	02:30	12	RUN CASING & CEMENT	Mix and Pump Cmt as Follows: 20 bbl FW - 40 bbl Superflush - 20 bbls FW. Lead Cmt: 405 sxs Cmt Blend+0.25% BWOC Kwik Seal + 0.125% BWOC Pol-E-Flake + 19.43 Gal/sx FW makes 228 bbls of 11.0 ppg slurry - Yld 3.16 Ft3/sx. Tail: 250 sxs Holcim Type II/V + 0.125 lb/sx Pol-E-Flake + 6.42 gal/sx FW makes 59 bbls of 14.8 ppg slurry - Yld 1.33 ft3/sx. Displace with 190 bbls of 8.4 ppg Mud. - Bumped Plug w/500 psi Lift - Increased Pressure to 1200 held - Bled off - Floats Held Full Rtms - +/- 102 bbls of Cmt to Surface.- RD Cmt Head.
02:30	1.00	03:30	13	WAIT ON CEMENT	Wait on Cement - After 1 hr - Cmt fell 60'
03:30	1.50	05:00	21	OPEN	Run 1' pipe - Mix and Pump 10 bbls of Tail Cmt to fill annulus.- Monitor for 30 min - 1' of fall back - RD Halliburton Cmt Lines.
05:00	1.00	06:00	13	WAIT ON CEMENT	Wait on Cement - Continue to Monitor Conductor X Csg Annulus - Prepare for Cut off Csg and Weld on Wellhead

5-32D-36 BTR 12/25/2011 06:00 - 12/26/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50756	UT	Duchesne	Black Tail Ridge	COMPLETION	8,701.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	13	WAIT ON CEMENT	Wait on Cement - Prepare to Cut Csg
08:00	1.00	09:00	14	NIPPLE UP B.O.P	Slack Off Casing - Rig Down Riser and Prepare to lift same - Remove Cellar Cover - Clean and Dry Cellar.
09:00	4.00	13:00	14	NIPPLE UP B.O.P	Cut Off 9.625" Casing - Pre-Heat and Weld on Cameron 11' X 5K Wellhead and Test Same
13:00	5.00	18:00	14	NIPPLE UP B.O.P	Nipple Up BOPE - Choke and Choke Line - Kill Line - Rotating Head - Install Flow Line - Flare Box - Igniter - Blooey Line.
18:00	5.50	23:30	15	TEST B.O.P	PJSM - Test BOPE as follows: Pipe and Blind Rams, Floor Valves, Kelly Valves, Choke and Choke and Kill Lines - HCR and Side Outlet Valves to 5000 psi/10 min - 250 psi/5min - Test Annular Preventer to 1500 psi/10 min - 250 psi/5 min. Test 9 5/8" Casing to 1500 psi/30 min. B&C Quick Test provided Tester
23:30	4.00	03:30	6	TRIPS	PU/MU and Orient Directional Tools - Attempt to test Motor and MWD - Valves Frozen on Mud Pump.
03:30	1.00	04:30	21	OPEN	Thaw lines on Mud Pump and Flow Line.
04:30	1.50	06:00	6	TRIPS	Test Mud Motor and MWD - Continue to RIH w/Bit and BHA

5-32D-36 BTR 12/26/2011 06:00 - 12/27/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50756	UT	Duchesne	Black Tail Ridge	COMPLETION	8,701.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.50	07:30	6	TRIPS	Continue to RIH - Tag Cmt at 2452' - Wash Cmt to Flt Clr at 2461'.
07:30	1.00	08:30	2	DRILL ACTUAL	Drill Plug, Flt Clr, Shoe Trk, Flt Shoe, Clean Out Rathole, Drill 20' of New Formation to 2533'
08:30	1.00	09:30	5	COND MUD & CIRC	Circulate Btms Up - Spot LCM Pill at 2533' - Pick Up to bring Bit Into Casing - Close Annular Preventer - Test Formation using 8.45 ppg Mud at 270 psi to an EMW of 10.5 ppg. - Release Pressure, Open Annular.
09:30	20.50	06:00	2	DRILL ACTUAL	Drill Ahead / Sliding as Required to follow Well Plan - Both Crews held BOP Drills and Function Tested BOPE.

5-32D-36 BTR 12/27/2011 06:00 - 12/28/2011 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50756	UT	Duchesne	Black Tail Ridge	COMPLETION	8,701.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	2	DRILL ACTUAL	Drill Ahead / Sliding as required to follow Well Plan

**5-32D-36 BTR 12/28/2011 06:00 - 12/29/2011 06:00**

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	2	DRILL ACTUAL	Drill Ahead / Sliding as Required to follow Well Plan - BOP Drills held by both Crews - Function Tested BOPE

5-32D-36 BTR 12/29/2011 06:00 - 12/30/2011 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status COMPLETION	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	11.50	17:30	2	DRILL ACTUAL	Drill/slide from 6013' to 6631'. Conduct BOP drill and F/T pipe rams at 6567'.
17:30	0.50	18:00	7	LUBRICATE RIG	Rig service.
18:00	3.00	21:00	2	DRILL ACTUAL	Drill/slide from 6631' to 6730'. Bit stopped drilling.
21:00	1.00	22:00	5	COND MUD & CIRC	Circ BU. Condition mud for bit trip. Slug pipe. Conducted BOP drill. F/T pipe rams.
22:00	8.00	06:00	6	TRIPS	TOOH to change bit. F/T blind rams. Bit badly worn. LD bit. PU new bit x TIH. Circ out at surface shoe.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 5-32D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013507560000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/28/2012	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input checked="" type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

This well had first gas sales on 1/26/12 and first oil sales on 1/28/12.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 January 31, 2012

NAME (PLEASE PRINT) Venessa Langmacher	PHONE NUMBER 303 312-8172	TITLE Senior Permit Analyst
SIGNATURE N/A		DATE 1/30/2012

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
PHONE NUMBER: 303 312-8164 Ext		9. FIELD and POOL or WILDCAT: CEDAR RIM
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 1/31/2012	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

January 2012 Monthly Drilling Report attached.

**Accepted by the
 Utah Division of
 Oil, Gas and Mining
 FOR RECORD ONLY
 February 06, 2012**

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 2/6/2012	

**5-32D-36 BTR 1/1/2012 06:00 - 1/2/2012 06:00**

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	10.00	16:00	2	DRILL ACTUAL	Drill/slide from 8091' to 8376'. Conduct BOP drill and F/T pipe rams.
16:00	0.50	16:30	7	LUBRICATE RIG	Rig service. SPR taken.
16:30	13.00	05:30	2	DRILL ACTUAL	Drill/slide from 8376' to 8701'. Take SPR at 8563'. Conduct BOP drill x F/T pipe rams.
05:30	0.50	06:00	5	COND MUD & CIRC	Circ mud to condition for STRIP and log well.

5-32D-36 BTR 1/2/2012 06:00 - 1/3/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	0.50	06:30	5	COND MUD & CIRC	C x C mud.
06:30	1.00	07:30	6	TRIPS	Slug pipe and make 10 stand STRIP. TIH to bottom.
07:30	1.00	08:30	5	COND MUD & CIRC	C x C mud to run electric logs. STRIP gas 6763 units.
08:30	6.50	15:00	6	TRIPS	Slug pipe and SLM out of hole to run logs. LD directional tools. Safety meeting with loggers.
15:00	0.50	15:30	7	LUBRICATE RIG	Rig Service. F/T blind rams.
15:30	4.50	20:00	11	WIRELINE LOGS	RU loggers. Run Quad Combo - GR log from TD to surface casing/GR to surface. Logger TD: 8709'. RD loggers.
20:00	5.50	01:30	6	TRIPS	Pull wear bushing. TIH to 2500' x circ out. No gas. TIH to 5600' x circ out. Max gas 7934 units. TIH to TD.
01:30	2.50	04:00	5	COND MUD & CIRC	C x C mud to run casing. Max gs 8103 units. Safety meeting w/LD crew. RU LD machine.
04:00	2.00	06:00	6	TRIPS	POOH, LDDP.

5-32D-36 BTR 1/3/2012 06:00 - 1/4/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	6.00	12:00	6	TRIPS	POOH, LDDP.
12:00	9.00	21:00	12	RUN CASING & CEMENT	Safety meeting with casing crew. RU casing crew. Run 198 jts 5-1/2", 17#, P110, LTC plus 2 marker joints of same casing. Land casing at 8701'.
21:00	1.50	22:30	5	COND MUD & CIRC	C x C mud to cement casing. RD casing crew x LD machine. RU Halliburton. Conduct safety meeting with Halliburton. MU cementing head.
22:30	3.50	02:00	12	RUN CASING & CEMENT	Cement production casing. Test lines to 5000 psig. Test good. Pump 10 bbl FW spacer, 40 bbl Super Flush, 10 bbl FW spacer. 735 sxs tuned light system at 11.0 ppg, 555 sxs econocem system at 13.5 ppg. drop plug. Displace cement with 199 bbls KCL water with biocide. Bump plug with 1750 psig. Pressure to 3250 psig. Bleed back 2.5 bbls. Floats holding ok. Had full returns during job, with 10 bbls cement back to surface. RD Halliburton.
02:00	4.00	06:00	13	WAIT ON CEMENT	WOC 2 hours. Wash out stack and flowlines. ND BOP's. Set slips with 140K# (30K# over string weight). Clean mud pits. Release rig at 06:00 AM. Final report.

5-32D-36 BTR 1/9/2012 06:00 - 1/10/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	3.00	09:00	LOCL	Lock Wellhead & Secure	WSI And Secured With Night Cap.
09:00	2.50	11:30	IWHD	Install Wellhead	Safety Meeting With Cameron, Check Surface Casing & 5.5" For Pressure, 0 Psi On Both Sides. N/D 11" Night Cap, Cleaned And Dressed Up 5.5" Csg Top, Set And N/U 11" x 7 1/16" 5k Tbg. Head With 2 1/16" x 5k Gate Valves. Tested Hanger Seals To 5000 Psi, Good Test. Secured Well Head With 7" 5K Night Cap.
11:30	6.50	18:00	GOP	General Operations	Prod. Crews Bringing In Facilities
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured

5-32D-36 BTR 1/10/2012 06:00 - 1/11/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	GOP	General Operations	Prod. Crews Working Setting Facilities. Moving In Frac Tanks On 6-32-36
07:00	4.00	11:00	LOGG	Logging	MIRU SLB W/L Crew. Hold Safety Meeting. P/U Junk Basket/Gauge Ring. RIH, Tagged Up At 8,544', FC At 8,611', 67' Of Fill. POOH, P/U CBL Tool, Rih To PBTD, 8,544', Correlating To HES Spectral Density/ Dual Spaced Neutron Dated 1-02-2012. Run Repeat Section From 8,500 - 8,300', Log Up Hole. Showed Real Good Bond From TD To 5600', 5600' - 900' Ok To Spotty, TOC 900'. Ran With Pressure. Found Short Joints At 5971 - 5991' And 7432 - 7452'. Pooh, RD Equipment, MOL.
11:00	7.00	18:00	GOP	General Operations	Prod. Crew Working On Facilities, Moving In Frac Tanks On 6-32-36
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI And Secured. SDFD.

5-32D-36 BTR 1/11/2012 06:00 - 1/12/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in with night cap, crews worked on production facilities, cleared out mud and leveled out back yard section, for frac tanks, started prepping location for frac. Finished filling frac tanks on 5-32 staging area.

5-32D-36 BTR 1/12/2012 06:00 - 1/13/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured. Finished leveling out the back yard section of location. Construction crews worked on production facilities, Moved in Frac tanks and continued prepping location for frac,

5-32D-36 BTR 1/13/2012 06:00 - 1/14/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. crews worked on production facilities, Construction crews installed Elpaso gas line through location entrance, started trucking in 3% kcl and set fall protect equipment on top of frac tanks. Set 400 bbl upright, Unthawed strawberry river water source to assist in filling frac tanks.

5-32D-36 BTR 1/14/2012 06:00 - 1/15/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Light Crew working on production facilities, welded flow lines together and insulated tank battery, Hauled in 3% Slurry and frac water. Set flow back tanks and built containment berms around flow back tanks.

5-32D-36 BTR 1/15/2012 06:00 - 1/16/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well head shut in and secured, Hauled in 3% kcl, finished fill frac tanks, Spotted in water transfer equipment. No construction activity.

5-32D-36 BTR 1/16/2012 06:00 - 1/17/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and secured. N/D 7 1/16" night cap, Installed Cameron Frac mandrel, tested mandrel seals to 5000#, good test, N/U 5 1/8' frac tree, with flow cross, upper swab well & frac Y. R/up flow back lines and sand trap, Pressures tested casing to 500 low, then increased the pressure to 8500 psi in 1000# increments, held pressure for half hour on remote chart recorder. Good test on casing. Pressured tested flow back and sand trap 2000 psi. Isolated sand trap and increase pressure to 4500 psi on the flow back lines. good test on flow back system. Started rigging up water transfer equipment from 6-32 staging area to the 5-32 frac tanks. Construction crews are still working on production equipment.

5-32D-36 BTR 1/17/2012 06:00 - 1/18/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Frac tree shut in and secured. Finished rigging up water transfer lines from 6-32 to 5-32. Construction crews can't to work on production facilities, Still prepping location for frac.

5-32D-36 BTR 1/18/2012 06:00 - 1/19/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	24.00	06:00	LOCL	Lock Wellhead & Secure	Well shut in and Secured, set storage tanks, establish injection rate on transfer pumps, 35 bpm, set mountain movers and set HSE water manifold, heating frac tanks and hauling in frac sand. Construction Crews continue to work on production facilities.

5-32D-36 BTR 1/19/2012 06:00 - 1/20/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	LOCL	Lock Wellhead & Secure	Set up light towers. SLB crew traveling to location.
08:00	2.00	10:00	SRIG	Rig Up/Down	SLB Wire line crew arrived on location. Spotted in crane & E-line equipment. Safety meeting with Wire line crew, Review wind speeds and suspended loads and Radio silent when arming guns. Rigged up crane, P/up wire line BOP's, Grease head and Lubricator. R/U pressure test unit to wire line bop, pressure tested wire line stack to 4500 psi, test held good for 5 minutes. Bled off pressure, Disconnected lub. Check pressure on well, 0 psi.
10:00	2.00	12:00	PFRT	Perforating	Armed Stg #1 perf guns, P/up 1- 3 1/8" loaded with 45 shots, gun type 3104 PJO perf gun, equalized lub with 50/50 methanol. Open Well, RIH with Stg #1 perf guns. Location marker joint @ 7432' to 52', made depth correction to CCL using SLB log reference (CBL/CCL/GR Ran on 1-10-12) Completed tie in, drop down to tie in collar @ 8457, verified CCL was still on depth. Dropped down and Perf'd Stg #1 interval from. 8339' to 8340, 8360' to 8361', 8378' to 8379', 8392' to 8393', 8403' to 8404', 8419' to 8420', 8439' to 8440', 8454' to 8455', 8469' to 8470', 8479' to 8480, 8495' to 8496, 8508' to 8509, 8513' to 8514', 8523' to 8524', 8535' to 8536. All shots fired as designed. Pooh with spent guns. L/D spent guns, Secured and freeze protected frac tree for the night.
12:00	2.50	14:30	SRIG	Rig Up/Down	MIRU Halliburton frac equipment. Heating frac water on 6-32-36 staging area. Construction crews are still working on production facilities.
14:30	15.50	06:00	LOCL	Lock Wellhead & Secure	Secured location for the night.

5-32D-36 BTR 1/20/2012 06:00 - 1/21/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	GOP	General Operations	Yard Call @ 03:00 hrs, Frac crew travel to location, Arrived @ 05:00, Finished Setting frac equipment, Started and Primed frac pumps. Ran QA/QC fluid checks on Chemicals and water, completed bucket test on Gel-pro and Blender, good test on LA pumps. Pressure tested treating iron.
07:00	0.50	07:30	SMTG	Safety Meeting	Held contractors safety meeting. Review JSA and all hazards on location. Established Muster points and safe zones, Identified Red Zones around treating iron. Discussed using good communication during to job. designated smoking area, Working around suspended loads and explosives.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
07:30	1.50	09:00	FRAC	Frac. Job	Pressure tested treating iron @ 9200 psi. Stg #1 of 9, Zone Stg CR-5, 4A, & CR-4, Water Temp @ 68 *. Open Well @ 07:02 Hrs, @ 10 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 7.7 bpm, 2612 psi. Started on 15%HCL @ 11.5 bpm 2250 psi, Pumped Bioballs @ 29.5 bpm 2630 psi. Total Bbls of 15% HCL Pump 93.2 bbls & Bio-Balls pumped 90. Started on 3% KCL Slick Water pad @ 72.3 bpm, 3618 psi. Shut down for ISIP & Open Perforation = 45 out of 45 shots, ISIP = 2092 psi, .69 Frac Gradient. Started on X-link / 20# Hybor pad @ 72.1 bpm, 3692 psi Start 2#/ Gal 20/40 CRC sand, 72.1 bpm, 3755 psi 2# 72.0 bpm, 3650 psi 2# On perms bpm 72.0 @ 3420 psi 3# 72.0 bpm, 3370 psi 3# On perms bpm 72.0 @ 3179 psi 3.5# 72.0 bpm, 3162 psi 3.5# On perms bpm 72.1 @ 3105 psi 4# 72.0 bpm, 3106 psi 4# On perms bpm 71.2 @ 3047 psi On Flush @ 72.1 bpm, 3169 psi. Final Injection, 73.2 bpm, 3545 psi. Open Perforation = 45 out of 45 shots, ISDP, 2250 psi, 0.71 Frac Gradient. Max Rate 70.4 bpm, Max Pressure 4884 psi. Avg Rate 72.4 bpm, Avg Pressure 3489 psi Total X-link fluids pumped: 66,115 gals Total Slick water Pad pumped: 70,178 gals Total fluid in bbls pumped: 3338 bbls Total 20/40 CRC Sand Pumped = 157,135, Total 100 Mesh Sand Pumped: None Job was pumped as designed, Placed 100% of 20/40 CRC in formation. Fluid system looked good throughout the whole job.
09:00	1.50	10:30	PFRT	Perforating	R/U E-line, P/up stg #2, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 8332', with 2100 psi, pulled up and perforated stg #2 intervals from 8024' to 8304'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #2.
10:30	1.50	12:00	FRAC	Frac. Job	Pressure tested treating iron @ 8001 psi. Stg # 2 of 3, Zone Stg CR-4, Water Temp @ 72*. Open Well @ 10:15 Hrs, @ 2000 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 11.5 bpm, 2560 psi. Started on 15%HCL @ 11.5 bpm 2545 psi, Pumped Bioballs @ 30.5 bpm 3749 psi. Total Bbls of 15% HCL Pump 93.7 bbls & Bio-Balls pumped 78. Started on 3% KCL Slick Water pad @ 72.0 bpm, 4206 psi. Open Perforation = 33 out of 39 shots, ISIP = 2182 psi, .71 Frac Gradient. Started on X-link / 20 System Hybor pad @ 72.2 bpm, 4091 psi. Start 2#/ Gal 20/40 CRC sand, 71.8 bpm, 4160 psi 2# 71.1 bpm, 4142 psi 2# On perms bpm 71.9 @ 3964 psi 3# 71.9 bpm, 3961 psi 3# On perms bpm 71.9 @ 3760 psi 3.5# 72.0 bpm, 3667 psi 3.5# On perms bpm 71.9 @ 3601 psi 4# 70.4 bpm, 3519 psi 4# On perms bpm 72.0 @ 3525 psi On Flush @ 72.2 bpm, 3640 psi. Final Injection, 73.3 bpm, 3900 psi. Open Perforation = 33 out of 39 shots, ISDP, 2417 psi, 0.74 Frac Gradient. Max Rate 72.2 bpm, Max Pressure 4741 psi. Avg Rate 70.4 bpm, Avg Pressure 3921 psi Total X-link fluids pumped: 72,431 gals Total Slick water Pad pumped: 70,127 gals Total fluid in bbls pumped: 3487 bbls Total 20/40 CRC Pumped = 169,947, Total 100 Mesh Sand Pumped: None. Pumped was pumped as designed, Turned well over to E-line.
12:00	1.50	13:30	PFRT	Perforating	R/U E-line, P/up stg #3, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 8013', with 2050 psi, pulled up and perforated stg #3 intervals from 7904' to 7997'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Had to make Stg #3 in 2 separate gun runs.
13:30	1.00	14:30	PFRT	Perforating	P/up second set of stg #3, 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Perf'd the upper section of stg #3 intervals from 7754' to 7885'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #3.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
14:30	1.50	16:00	FRAC	Frac. Job	Pressure tested treating iron @ 8230 psi. Stg #3 of 9, Zone Stg CR-3, Water Temp @ 73 *. Open Well @ 14:28 Hrs, with 1900 psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 11.6 bpm, 2283 psi. Started on 15%HCL @ 11.8 bpm 2283 psi, Pumped Bioballs @ 32.2 bpm 2869 psi. Total Bbls of 15% HCL Pump 93.7 bbls & Bio-Balls pumped 102 Started on 3% KCL Slick Water pad @ 72.1 bpm, 3799 psi, Shut down for ISIP & Open Perforation = 38 out of 51 shots, ISIP = 2130 psi, .71 Frac Gradient. Started on X-link pad @ 72.1 bpm, 3539 psi. Start 2#/ Gal 20/40 CRC, 72.1 bpm, 3679 psi 2# 72.1 bpm, 3517 psi 2# On perfs bpm 72.1 @ 3375 psi 3# 72.1 bpm, 3345 psi 3# On perfs bpm 72.1 @ 3174 psi 3.5# 72.1 bpm, 3167 psi 3.5# On perfs bpm 72.2 @ 3120 psi 4# 72.2 bpm, 3124 psi 4# On perfs bpm 72.2 @ 3134 psi On Flush @ 71.8 bpm, 3242 psi. Final Injection, 73.1 bpm, 3462 psi. Open Perforation = 45 out of 51 shots, ISDP, 2318 psi, 0.74 Frac Gradient. Max Rate 72.2 bpm, Max Pressure 4118 psi. Avg Rate 70.2 bpm, Avg Pressure 3387 psi Total X-link fluids pumped: 68,859 gals Total Slick water Pad pumped: 66,201 gals Total fluid in bbls pumped: 3308 bbls Total 20/40 CRC Sand Pumped = 160,000#, Total 100 Mesh Sand Pumped: None Job was pumped as designed.
16:00	1.25	17:15	PFRT	Perforating	R/U E-line, P/up stg #4, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7748', with 2040 psi, pulled up and perforated stg #4 intervals from 7569' to 7730'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #4.
17:15	12.75	06:00	LOCL	Lock Wellhead & Secure	Secured & Freeze protected frac tree and frac equipment, Con't to heat & transfer frac water from the 6-32 staging area to 5-32 location. hauling in frac sand.

5-32D-36 BTR 1/21/2012 06:00 - 1/22/2012 06:00

API/UWI	State/Province	County	Field Name	Well Status	Total Depth (ftKB)	Primary Job Type
43-013-50756	UT	Duchesne	Black Tail Ridge	PRODUCING	8,701.0	Drilling & Completion

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.25	07:15	GOP	General Operations	Yard Call @ 03:00 hrs, Crew travel to location, Arrived @ 05:00 hrs. Started and primed pumps. Ran QA/QC fluid and chemical checks. Completed pressure test in treating iron.
07:15	0.25	07:30	SMTG	Safety Meeting	Held contractors safety meeting. Review JSA and all hazards on location. Established Muster points and safe zones, Identified Red Zones around treating iron. Discussed using good communication during to job. designated smoking area, Working around suspended loads and explosives.
07:30	1.50	09:00	FRAC	Frac. Job	Pressure tested treating iron @ 9200 psi. Pumped Stg #4 of 9, Zone Stg CR-2, Water Temp @ 60 *. Open Well @ 07:22 Hrs, 1700 psi on csg. 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 10.4 bpm, 2900 psi. Started on 15%HCL @ 10.0 bpm 2544 psi, Pumped Bioballs @ 29.8 bpm 2910 psi. Total Bbls of 15% HCL Pump 85.9 bbls & Bio-Balls pumped 72. Started on 3% KCL Slick Water pad @ 70.3 bpm, 3919 psi Shut down for ISIP & Open Perforation = 34 out of 36 shots, ISIP = 2322 psi, .74 Frac Gradient. Started on X-link pad @ 71.2 bpm, 4127 psi. Had to drop pump rate to 28.5 bpm due to fluids system not X-linking, Pumped additional 15,000 gals, established X-link, increased pump rate to 70.9 bpm. Staged into 2# sand. Start 2#/ Gal 20/40 CRC sand @ 70.7 bpm, 4079 psi 2# 70.9 bpm, 4039 psi 2# On perfs bpm 71.8 @ 3930 psi, Added 50 sks of 20/40 CRC to 2# Stg. 3# 71.8 bpm, 3891 psi 3# On perfs bpm 71.9 @ 3738 psi 3.5# 71.9 bpm, 3754 psi 3.5# On perfs bpm 71.8 @ 3700 psi 4# 71.4 bpm, 3787 psi 4# On perfs bpm 71.1 @ 3779 psi On Flush @ 72.4 bpm, 3913 psi. Final Injection, 72.5 bpm, 4355 psi. Open Perforation = 36 out of 36 shots, ISDP, 2516 psi, 0.77 Frac Gradient. Max Rate 71.9 bpm, Max Pressure 4614 psi. Avg Rate 63.7 bpm, Avg Pressure 3729 psi Total X-link fluids pumped: 88,053 gals Total Slick water Pad pumped: 71,301 gals Total fluid in bbls pumped: 3879 bbls Total Prem White Sand pumped, 20/40 = 174,900, Pumped additional 50 sks in the 2# ppg stg due excess sand in mountain mover

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
09:00	1.25	10:15	PFRT	Perforating	R/U E-line, P/up stg #5, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7563', with 2050 psi, pulled up and perforated stg #5 intervals from 7342' to 7547'. ending well head pressure @ 1850 psi. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #5.
10:15	1.50	11:45	FRAC	Frac. Job	Pressure tested treating iron @ 8300 psi. Pumped Stg #5 of 9, Zone Stg CR-2 Wasatch, Water Temp @ 60 *. Open Well @ 10:52 Hrs, With 1800 on the Csg psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 10.1 bpm, 2647 psi. Started on 15%HCL @ 10.1 bpm 2053 psi, Pumped Bioballs @ 30.0 bpm 2836 psi. Total Bbls of 15% HCL Pump 93.7 bbls & Bio-Balls pumped 78. Started on 3% KCL Slick Water pad @ 71.4 bpm, 4204 psi. Shut down for ISIP & Open Perforation = 31 out of 39 shots, ISIP = 2087 psi, .72 Frac Gradient. Started on X-link pad @ 72.1 bpm, 3975 psi. Start 2#/ Gal 20/40 Prem White sand, 72.0 bpm, 4139 psi. 2# 71.8 bpm, 3981 psi 2# On perfs bpm 71.7 @ 3772 psi 3# 71.1 bpm, 3762 psi 3# On perfs bpm 72.1 @ 3452 psi 3.5# 72.1 bpm, 3396 psi 3.5# On perfs bpm 72.1 @ 3380 psi 4# 72.1 bpm, 3391 psi 4# On perfs bpm 72.1 @ 3335 psi On Flush @ 71.9 bpm, 3399 psi. Final Injection, 72.9 bpm, 3774 psi. Open Perforation = 39 out of 39 shots, ISDP, 2250 psi, 0.74 Frac Gradient. Max Rate 72.2 bpm, Max Pressure 4869 psi. Avg Rate 71.9 bpm, Avg Pressure 3795 psi Total X-link fluids pumped: 64,688 gals Total Slick water Pad pumped: 66,519 gals Total fluid in bbls pumped: 3225 bbls Total Prem White Sand pumped, 20/40 = 152,000# of PremWhite Sand. Job was pumped as Designed. Total 20/40 CRC, 4,500# Pumped CRC in 2# stg.
11:45	1.50	13:15	PFRT	Perforating	R/U E-line, P/up stg #6, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7336', with 1600 psi, pulled up and perforated stg #6 intervals from 7075' to 7317'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #6.
13:15	1.50	14:45	FRAC	Frac. Job	Pressure tested treating iron @ 8200 psi. Pumped Stg #6 of 9, Zone Stg CR-1, Water Temp @ 70*. Open Well @ 13:52 Hrs, With 1577 on the csg psi, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 10.2 bpm, 2000 psi. Started on 15%HCL @ 10.1 bpm 2095 psi, Pumped Bioballs @ 29.7 bpm 3149 psi. Total Bbls of 15% HCL Pump 93.7 bbls & Bio-Balls pumped 78. Started on 3% KCL Slick Water pad @ 71.9 bpm, 3771 psi. Shut down for ISIP & Open Perforation = 30 out of 39 shots, ISIP = 1515 psi, .65 Frac Gradient. Started on X-link /1# ppg 100 mesh pad @ 71.9 bpm, 3771 psi. Started 1# ppg Prem White and, 72.2 bpm, 3282 psi 1# 72.2 bpm, 3282 psi 1# On perfs bpm 72.1 @ 3141 psi 2# 72.2 bpm, 3128 psi 2# On perfs bpm 72.2 @ 2981 psi 3# 72.2 bpm, 2953 psi 3# On perfs bpm 72.3 @ 2780 psi 3.5# 72.3 bpm, 2707 psi 3.5# On perfs bpm 72.3 @ 2708 psi On Flush @ 72.9 bpm, 2672 psi. Final Injection, 72.9 bpm, 2908 psi Open Perforation = 39 out of 39 shots, ISDP, 1478 psi, 0.70 Frac Gradient. Max Rate 72.4 bpm, Max Pressure 4508 psi. Avg Rate 72.2 bpm, Avg Pressure 3207 psi Total X-link fluids pumped: 77,419 gals Total Slick water Pad pumped: 66,486 gals Total fluid in bbls pumped: 3519 bbls Total Prem White Sand pumped, 20/40 = 146,600#, Total 100 Mesh Sand Pumped: 19,000#
14:45	1.25	16:00	PFRT	Perforating	R/U E-line, P/up stg #7, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 7070', with 1650 psi, pulled up and perforated stg #7 intervals from 6828' to 7054'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #7 in the am.
16:00	3.50	19:30	GOP	General Operations	Continued to heat and transfer frac water from the 6-32 staging area.
19:30	10.50	06:00	LOCL	Lock Wellhead & Secure	Secured loaction for the night.

5-32D-36 BTR 1/22/2012 06:00 - 1/23/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.25	08:15	GOP	General Operations	Yard Call, 04:00 hrs, Crew needed 10 hrs off. Travel to location Arrived @ 06:00 hrs. Started & Primed frac pumps. Ran QA/QC fluid checks on Chemicals & Water straps, bucket tested on Gel-pro and Blender. Delay in pump time due to bled off manifold being froze up. Thawed out valves, circulated warm water across the Frac tree.
08:15	0.50	08:45	SMTG	Safety Meeting	Held contractor safety meeting. Review yesterday's pump issues & JSA, Discussed all hazards on location. Established Muster points and safe zones, Identified Red Zones around treating iron. Discussed using good communication during to job. designated smoking area, Working around suspended loads and in Windy condition and explosives.
08:45	1.50	10:15	FRAC	Frac. Job	Pressure tested treating iron @ 8709 psi. Stg # 7 of 9, Zone Stg, Castle Peak, Uteland Butte & CR-1, Water Temp @ 60 * Open Well @08:40 Hrs, W/ 536 # on the csg, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 11.2 bpm, 1123 psi. Started on 15%HCL @ 10.1 bpm 151 psi, Pumped Bioballs @ 29.8 bpm 2611 psi.Total Bbls of 15% HCL Pump 93.7 bbls & Bio-Balls pumped 78. Started on 3% KCL Slick Water pad @ 72.1 bpm, 3299 psi, shut down for ISIP, Open Perforation = 34 out of 39 shots, ISIP = 1436 psi, .64 Frac Gradient. Started on X-link / 1# ppg 100 mesh stg, @ 73.1 bpm, 3412 psi.Start 1#/ Gal 20/40 Prem White sand, 73.3pm, 3412 psi 1# 73.3 bpm, 3350 psi 1# On perfs bpm 73.1 @ 3300 psi 2# 73.1 bpm, 3211 psi 2# On perfs bpm 73.1 @ 2964 psi 3# 73.1 bpm, 2596 psi 3# On perfs bpm 73.2 @ 2512 psi 3.5# 73.3 bpm, 2596 psi 3.5# On perfs bpm 73.2 @ 2512 psi 4# 73.3 bpm, 2497 psi 4# On perfs bpm 73.2 @ 2467 psi On Flush @ 73.3 bpm, 2881 psi.Final Injection, 73.9 bpm, 3400 psi. Open Perforation = 38 out of 39 shots, ISDP, 1519 psi, 0.66 Frac Gradient. Max Rate 73.4 bpm, Max Pressure 3836 psi. Avg Rate 73.1 bpm, Avg Pressure 3056 psi Total X-link fluids pumped:81,265 gals Total Slick water Pad pumped: 69164 gals Total fluid in bbls pumped: 3657 bbls Total Prem White Sand pumped, 20/40 = 154,329#, Total 100 Mesh Sand Pumped: 20,100#. Job was pumped to designed.
10:15	1.50	11:45	PFRT	Perforating	R/U E-line, P/up stg #8, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 6814', with 1100 psi, pulled up and perforated stg #8 intervals from 6608' to 6794'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #8.
11:45	1.50	13:15	FRAC	Frac. Job	Pressure tested treating iron @ 8500 psi. Stg # 8 of 9, Zone Stg: Castle Peak and Black Shale, Water Temp @ 55 *. Open Well @ 11:56 Hrs, W/ 880# on the Csg 0 Surface and Frac Mandrel, 0 psi Formation Break Down @ 9.2 bpm, 1226 psi. Started on 15% HCL @ 9.5 bpm 1202 psi, Pumped Bioballs @ 30.0 bpm 1787 psi.Total Bbls of 15% HCL Pump 94.0 bbls & Bio Balls. pumped 78. Started on 3% KCL Slick Water pad @ 70.4 bpm, 3774 psi. Shut Down Of ISIP & Open Perforation = 30 out of 39 shots, ISIP = 1230 psi, .62 Frac Gradient. Started on X-link /1# ppg 100 mesh pad @ 72.5 bpm, 2953 psi. Start 1#/ Gal 20/40 Prem White sand, 72.4 bpm, 2924 psi 1# 72.4 bpm, 2924 psi 1# On perfs bpm 72.2 @ 2877 psi 2# 72.2 bpm, 2822 psi 2# On perfs bpm 72.2 @ 2647 psi 3# 72.2 bpm, 2633 psi 3# On perfs bpm 72.2 @ 2457 psi 3.5# 72.2 bpm, 2369 psi 3.5# On perfs bpm 72.2 @ 2281 psi 4# 72.3 bpm, 2280 psi 4# On perfs bpm 72.2 @ 2232 psi On Flush @ 69.8 bpm, 2380 psi. Final Injection, 72.9 bpm, 2650 psi. Open Perforation = 39 out of 39 shots, ISDP, 1561 psi, 0.67 Frac Gradient. Max Rate 72.6 bpm, Max Pressure 5135 psi.Avg Rate 72.2 bpm, Avg Pressure 2745 psi Total X-link fluids pumped: 76,395 gals Total Slick water Pad pumped: 61,366 gals Total fluid in bbls pumped: 3372 bbls Total Prem White Sand pumped, 20/40 = 156,500#, Total 100 Mesh Sand Pumped: 19,000#. Job was pumped as designed.
13:15	1.25	14:30	PFRT	Perforating	R/U E-line, P/up stg #9, 10K Fast Drill CBP and 3 1/8", 3104 PJO Perf guns. Pressure tested lub, RIH to target depth, ran correlation strip from CBL/CCL/GR log reference ran on 1-10-12. Made depth correction to CCL, drop down to tie in collar, verified CCL was still on depth. Set CBP plug @ 6602', with 1000 psi, pulled up and perforated stg # 9 intervals from 6485' to 6587'. POOH w/ e-line, L/D Spent guns, All shots fired as design. Turned Well over to HES to Frac stg #9.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
14:30	0.75	15:15	FRAC	Frac. Job	Pressure tested treating iron @ 8502 psi. Stg # 9 of 9, Zone Stg: Black Shale, Water Temp @ 60 *. Open Well @ 14:40 Hrs, With 705# on the Csg, 0 Surface and Frac Mandrel, 0 psi. Formation Break Down @ 10.0 bpm, 1723 psi. Started on 15%HCL @ 10.2 bpm 1700 psi, Pumped Bioballs @ 30.1 bpm 2379 psi. Total Bbls of 15% HCL Pump 79 bbls & Bio-Balls pumped 66 Started on 3% KCL Slick Water pad @ 66.8 bpm, 6250 psi Shut down for ISIP & Open Perforation = 27 out of 33 shots, ISIP = 3673 psi, 1.0 Frac Gradient. Started on X-link /1# ppg 100 mesh stg @ 71.4 bpm, 5488 psi Start 1#/ Gal 20/40 Prem White sand, 71.3 bpm, 5301 psi, 1# 71.3 bpm, 5301 psi 1# On perfs bpm 71.3 @ 5901 psi Seen Pressure spike when 1# ppg 20/40 sand hit perf. Cut sand and went to flush. On Flush @ 71.2 bpm, 6150 psi. Final Injection, 70.9 bpm, 6380 psi. ISDP, 1.104 psi, 1.0 Frac Gradient. Max Rate 71.8 bpm, Max Pressure 6380 psi. Avg Rate 68 bpm, Avg Pressure 5435 psi Total X-link fluids pumped: 22,019 gals Total Slick water Pad pumped: 78,724 gals Total fluid in bbls pumped: 1874 bbls Total Prem White Sand pumped, 20/40 = 6000#, Total 100 Mesh Sand Pumped: 16,000#
15:15	1.00	16:15	WLWK	Wireline	Turned Well over to e-line, P/up Baker 20 setting tool and HES Fast drill CBP / Kill plug, P/T lub, open well, RIH to target depth. completed marker jt tie in, dropped down to setting depth and set CBP / Kill plug @ 6450' with a 1700 psi on the well. Opened well to release casing pressure, bled pressure off to 0 psi and watched for 5 minutes with 0 flow. Kill plug holding good static test. Pooh with E-line. L/D setting tool. Shut in & secured frac tree.
16:15	2.50	18:45	SRIG	Rig Up/Down	Rig down SLB Wire line equipment and Halliburton Frac equipment. Rig down water manifold and WP&D water transfer lines. Batch water for work over rig. Secured and freeze protected well head.
18:45	11.50	06:15	LOCL	Lock Wellhead & Secure	Secured and Policed location for the night.

5-32D-36 BTR 1/23/2012 06:00 - 1/24/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	4.50	12:00	GOP	General Operations	Haliburton hauled off Frac sand.
12:00	1.00	13:00	BOPI	Install BOP's	ND Goat Head & Frac Tree, NU 7 1/16" 5K BOP & 7 1/16" 5K Flow Cross, & 7 1/16" 5K Annular. Function Testl.
13:00	3.00	16:00	SRIG	Rig Up/Down	MIRU w/o Rig.
16:00	1.00	17:00	SRIG	Rig Up/Down	RU work Floor & Tbg. equip. Unload Tbg.
17:00	13.00	06:00	LOCL	Lock Wellhead & Secure	Secure well, SDFN.

5-32D-36 BTR 1/24/2012 06:00 - 1/25/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	3.00	10:30	RUTB	Run Tubing	PU 4 5/8" Chomp Mill, 1 Jt. 2 7/8" L80 EUE Tbg., 2.205" XN Nipple, 1 Jt., 2.313 X Nipple, Cont. PU Tbg. Tag Kill Plug @ 6520", Lay down 5 Jts.
10:30	0.50	11:00	SRIG	Rig Up/Down	RU Power swivel
11:00	3.00	14:00	GOP	General Operations	Rig crew RD pump and tank off of 13-12-46 BTR.
14:00	16.00	06:00	LOCL	Lock Wellhead & Secure	WSI.

5-32D-36 BTR 1/25/2012 06:00 - 1/26/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	1.00	07:00	LOCL	Lock Wellhead & Secure	WSI.

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting
07:30	1.00	08:30	SRIG	Rig Up/Down	RU rig pump.
08:30	7.50	16:00	DOPG	Drill Out Plugs	<p>Make connections to next plug. Establish circ. w/ Rig pump @ 1.5 Bbls./min. Drill Plugs as follows:</p> <p>Plg. @ 6450', Csg.-0# Plg. @ 6602', 15' of sand. Lost Circ. Regained after 10 min. Csg.-0#, Plg. @ 6814', 20' of sand. Lost Circ. Regained after 10 min. Csg.-0 Plg. @ 7070', 20' of sand. Lost Circ. Regained after 20 min. Csg.-0 Plg. @ 7336'. 25' of sand. Lost Circ. Regained after 15 min. Csg.-0 Plg. @ 7563'. 30' of sand. Lost circ. Regained after 10 min. Csg.-0 Plg. @ 7748'. 15' of sand. Csg.-400# Plg. @ 8013'. 30' of sand. Csg.-500# Plg. @ 8332'. 15' of sand. Csg.-500#</p> <p>Cleaned out to FC @ 8611' 40' of sand. Csg.-450# Circulated bottoms up.</p>
16:00	0.50	16:30	SRIG	Rig Up/Down	RD Power Swivel
16:30	0.50	17:00	PULT	Pull Tubing	Lay down Tbg. to landing depth, w/15 Jts.
17:00	1.00	18:00	GOP	General Operations	Drain up all fluid equip., Tarp in well head. Secure well. SDFN.
18:00	12.00	06:00	LOCL	Lock Wellhead & Secure	WSI.
06:00		06:00			

5-32D-36 BTR 1/26/2012 06:00 - 1/27/2012 06:00

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
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Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com																																																																																																																
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07:00	0.50	07:30	SMTG	Safety Meeting	JSA Safety Meeting																																																																																																																
07:30	0.50	08:00	GOP	General Operations	<div>PU Tbg. Hanger, Wash bowl w/ 5 Bbls. Stage Hanger thru BOP stack & Test. Tubing Des: Tubing - ProductionSet Depth (ftKB): 6,404.3 Run Date: 2012/01/26 18:00 Pull Date: Tubing Components</div> <table><thead><tr><th>Jts (ft)</th><th>Item Des Top (ftKB)</th><th>OD (in)</th><th>ID (in)</th><th>Wt (lb/ft)</th><th>Grade</th><th>Top Thread</th><th>Len</th></tr></thead><tbody><tr><td>1</td><td>Tubing Hanger 5</td><td>2.441</td><td>6.5</td><td>6.5</td><td>L-80</td><td>0.44</td><td>0</td></tr><tr><td>202</td><td>Tubing 2 7/8</td><td>2.441</td><td>6.5</td><td>L-80</td><td>6,337.43</td><td>0.4</td><td>0.4</td></tr><tr><td></td><td>6,337.90</td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>X Profile Nipple 2 7/8</td><td>2.313</td><td>6.5</td><td>L-80</td><td></td><td>1.21</td><td>6,337.90</td></tr><tr><td></td><td>6,339.10</td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>Tubing 2 7/8</td><td>2.441</td><td>6.5</td><td>L-80</td><td>31.5</td><td>6,339.10</td><td></td></tr><tr><td></td><td>6,370.60</td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>XN Nipple 2 7/8</td><td>2.205</td><td>6.5</td><td>L-80</td><td></td><td>1.29</td><td>6,370.60</td></tr><tr><td></td><td>6,371.90</td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>Tubing 2 7/8</td><td>2.441</td><td>6.5</td><td>L-80</td><td>31.51</td><td>6,371.90</td><td></td></tr><tr><td></td><td>6,403.40</td><td></td><td></td><td></td><td></td><td></td><td></td></tr><tr><td>1</td><td>Pump Off Bit Sub 3 1/8</td><td>2.441</td><td>6.5</td><td></td><td></td><td>0.95</td><td></td></tr><tr><td></td><td>6,403.40</td><td>6,404.30</td><td></td><td></td><td></td><td></td><td></td></tr></tbody></table>	Jts (ft)	Item Des Top (ftKB)	OD (in)	ID (in)	Wt (lb/ft)	Grade	Top Thread	Len	1	Tubing Hanger 5	2.441	6.5	6.5	L-80	0.44	0	202	Tubing 2 7/8	2.441	6.5	L-80	6,337.43	0.4	0.4		6,337.90							1	X Profile Nipple 2 7/8	2.313	6.5	L-80		1.21	6,337.90		6,339.10							1	Tubing 2 7/8	2.441	6.5	L-80	31.5	6,339.10			6,370.60							1	XN Nipple 2 7/8	2.205	6.5	L-80		1.29	6,370.60		6,371.90							1	Tubing 2 7/8	2.441	6.5	L-80	31.51	6,371.90			6,403.40							1	Pump Off Bit Sub 3 1/8	2.441	6.5			0.95			6,403.40	6,404.30					
Jts (ft)	Item Des Top (ftKB)	OD (in)	ID (in)	Wt (lb/ft)	Grade	Top Thread	Len																																																																																																														
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	6,403.40	6,404.30																																																																																																																			
08:00	0.50	08:30	SRIG	Rig Up/Down	RD Tbg. equip. & work floor.																																																																																																																
08:30	0.50	09:00	BOPR	Remove BOP's	ND BOP, NU Produciton Tree.																																																																																																																
09:00	1.00	10:00	GOP	General Operations	Tie in sales line, & Sand can. Pump off bit & chase w/ 30 Bbls.																																																																																																																

**Time Log**

Start Time	Dur (hr)	End Time	Code	Category	Com
10:00	5.00	15:00	SRIG	Rig Up/Down	RDMO w/o Rig.
15:00	15.00	06:00	GOP	General Operations	Put well on production.

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 20G0005608
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 5-32D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013507560000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR
<input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion:	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE
<input checked="" type="checkbox"/> DRILLING REPORT Report Date: 2/1/2012	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text"/>

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

February 2012 monthly drilling activity report attached.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 March 07, 2012

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 3/5/2012

**5-32D-36 BTR 2/1/2012 06:00 - 2/2/2012 06:00**

API/UWI 43-013-50756	State/Province UT	County Duchesne	Field Name Black Tail Ridge	Well Status PRODUCING	Total Depth (ftKB) 8,701.0	Primary Job Type Drilling & Completion
-------------------------	----------------------	--------------------	--------------------------------	--------------------------	-------------------------------	---

Time Log

Start Time	Dur (hr)	End Time	Code	Category	Com
06:00	2.00	08:00	FBCK	Flowback Well	Continue to flow well on 26/64" choke, 24 hrs production oil 393, water 733, gas 557
08:00	1.50	09:30	SRIG	Rig Up/Down	By-passed sand trap, turned well flow to separator, flushed out sand trap with 150* production water. R/D flow back lines and sand trap. Continued to flow well on a 26/64" choke.
09:30	1.50	11:00	CTUW	W/L Operation	MI SLB wireline equipment. Safety meeting with wireline crew. R/U wireline well control equipment. BOP's, lubricator. P/up 1 11/16" weight bars. equalized Well head pressure. Tbg @ 660 psi, Csg @ 1850 psi. Open well, RIH and tagged PBTD @ 8585', FC @ 8611', Total of 26' of fill in rat hole section. Started out of the hole.
11:00	1.50	12:30	TRIP	Tripping	Pooh with weight bars. Added and re-callipered PBMS/GR/CCL/TEMP Logging tool on surface.
12:30	1.00	13:30	TRIP	Tripping	RIH with PBMS/GR/CCL/TEMP logging tools. Stopped @ 6470' check tool communication. PBMS working good. Started production log.
13:30	6.00	19:30	LOGG	Logging	Made 6 logging passes @ 3 different speeds from 6470' to 8580', running speeds @ 133', 166', 200', fpm. Made 6 Station stops from 6470' to 8579'. Well stop flowing and went unnoticed by logging crew when logging process started. Well head choke plugged up with thick paraffin, Rocked choke open to a 40/64" several times, unplugged choke, well started to flow again. Production Log Data was incomplete. Had to wait on formation pressure to stabilize. Reduced choke to 32/64" to keep well flowing good. Repeated logging process again. Made 6 logging passes @ 3 different speeds @ 133', 166', 200' fpm, Made 6 station stops from 6470' to 8579', Well flowing @ 11 bbls oil per hr, 29 bbl of water per hr, Gas.19 MCF, Casing @ 1840 psi, Tbg @ 640 psi.
19:30	0.75	20:15	SRIG	Rig Up/Down	Pooh with E-line and logging tools. Secured logging tools above upper master valve. L/D logging tools. RDMO SLB wire line off location.
20:15	9.75	06:00	FBCK	Flowback Well	Continued to flow well throughout out the night, on a 26/64" choke.

UNITED STATES
DEPARTMENT OF THE INTERIOR
BUREAU OF LAND MANAGEMENT

FORM APPROVED
OMB No. 1004-0137
Expires: July 31, 2010

WELL COMPLETION OR RECOMPLETION REPORT AND LOG

1a. Type of Well <input checked="" type="checkbox"/> Oil Well <input type="checkbox"/> Gas Well <input type="checkbox"/> Dry <input type="checkbox"/> Other		6. If Indian, Allottee or Tribe Name	
b. Type of Completion <input checked="" type="checkbox"/> New Well <input type="checkbox"/> Work Over <input type="checkbox"/> Deepen <input type="checkbox"/> Plug Back <input type="checkbox"/> Diff. Resvr. Other _____		7. Unit or CA Agreement Name and No.	
2. Name of Operator BILL BARRETT CORPORATION		8. Lease Name and Well No. 5-32D-36 BTR	
Contact: MEGAN FINNEGAN E-Mail: mfinnegan@billbarrettcorp.com			
3. Address 1099 18TH STREET SUITE 2300 DENVER, CO 80202		9. API Well No. 43-013-50756	
3a. Phone No. (include area code) Ph: 303-299-9949			
4. Location of Well (Report location clearly and in accordance with Federal requirements)* Sec 32 T3S R6W Mer UBM At surface SWNW 1800FNL 607FWL Sec 32 T6S R6W Mer UBM At top prod interval reported below SWNW 1994FNL 816FWL Sec 32 T6S R6W Mer UBM At total depth SWNW 2042FNL 831FWL		10. Field and Pool, or Exploratory CEDAR RIM	
		11. Sec., T., R., M., or Block and Survey or Area Sec 32 T3S R6W Mer UBM	
		12. County or Parish DUCHESE	
		13. State UT	
14. Date Spudded 11/25/2011		15. Date T.D. Reached 01/02/2012	
		16. Date Completed <input type="checkbox"/> D & A <input checked="" type="checkbox"/> Ready to Prod. 01/26/2012	
17. Elevations (DF, KB, RT, GL)* 6460 GL			
18. Total Depth: MD 8701 TVD 8594		19. Plug Back T.D.: MD 8611 TVD 8537	
20. Depth Bridge Plug Set: MD TVD			
21. Type Electric & Other Mechanical Logs Run (Submit copy of each) (CBL) TRIPLE COMBO, BOREHOLE, MUD		22. Was well cored? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Was DST run? <input checked="" type="checkbox"/> No <input type="checkbox"/> Yes (Submit analysis) Directional Survey? <input type="checkbox"/> No <input checked="" type="checkbox"/> Yes (Submit analysis)	

23. Casing and Liner Record (Report all strings set in well)

Hole Size	Size/Grade	Wt. (#/ft.)	Top (MD)	Bottom (MD)	Stage Cementer Depth	No. of Sks. & Type of Cement	Slurry Vol. (BBL)	Cement Top*	Amount Pulled
26.000	16.000 COND	65.0	0	80	80			0	
12.250	9.625 J-55	36.0	0	2513	2508	655	286	0	
8.750	5.500 P-110	17.0	0	8701	8701	1290	445	1686	15000

24. Tubing Record

Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)	Size	Depth Set (MD)	Packer Depth (MD)
2.875	6404							

25. Producing Intervals

Formation	Top	Bottom	Perforated Interval	Size	No. Holes	Perf. Status
A) GREEN RIVER	6485	7317	6485 TO 7317	0.440	150	OPEN
B) WASATCH	7342	8536	7342 TO 8536	0.440	210	OPEN
C)						
D)						

27. Acid, Fracture, Treatment, Cement Squeeze, Etc.

Depth Interval	Amount and Type of Material
6485 TO 7317	GREEN RIVER: SEE TREATMENT STAGES 7 - 9
7342 TO 8536	WASATCH: SEE TREATMENT STAGES 1 - 6

28. Production - Interval A

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
01/28/2012	01/27/2012	24	→	428.0	594.0	1342.0	52.0		FLows FROM WELL
Choke Size	Tbg. Press. Flwg. SI	Csg. Press. SI	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
26/64	599	998.0	→	428	594	1342	1388	PGW	

28a. Production - Interval B

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
			→						
Choke Size	Tbg. Press. Flwg. SI	Csg. Press. SI	24 Hr. Rate	Oil BBL	Gas MCF	Water BBL	Gas:Oil Ratio	Well Status	
			→						

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DIV. OF OIL, GAS & MINING

(See Instructions and spaces for additional data on reverse side)

ELECTRONIC SUBMISSION #133109 VERIFIED BY THE BLM WELL INFORMATION SYSTEM

** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED ** OPERATOR-SUBMITTED **

28b. Production - Interval C

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press Flw g SI	Cvg Press	24 Hr Rate	Oil BBL	Gas MCF	Water BBL	Gas Oil Ratio	Well Status	

28c. Production - Interval D

Date First Produced	Test Date	Hours Tested	Test Production	Oil BBL	Gas MCF	Water BBL	Oil Gravity Corr. API	Gas Gravity	Production Method
Choke Size	Tbg. Press Flw g SI	Cvg Press	24 Hr Rate	Oil BBL	Gas MCF	Water BBL	Gas Oil Ratio	Well Status	

29. Disposition of Gas (Sold, used for fuel, vented, etc.)
SOLD
30. Summary of Porous Zones (Include Aquifers):

Show all important zones of porosity and contents thereof. Cored intervals and all drill-stem tests, including depth interval tested, cushion used, time tool open, flowing and shut-in pressures and recoveries.

31. Formation (Log) Markers

Formation	Top	Bottom	Descriptions, Contents, etc.	Name	Top Meas. Depth
				GREEN RIVER MAHOGANY DOUGLAS CREEK BLACK SHALE CASTLE PEAK UTELAND BUTTE WASATCH TD	2677 3401 5648 6480 6630 6857 7326 8701

32. Additional remarks (include plugging procedure):
 TOC was calculated by CBL. CBL mailed due to file size. First gas sales was on 1/26/2012. First oil sales was on 1/28/2012. Conductor was cemented with grout. Attached is Treatment Data.

33. Circle enclosed attachments:

- | | | | |
|---|--------------------|---------------|-----------------------|
| 1. Electrical/Mechanical Logs (1 full set req'd.) | 2. Geologic Report | 3. DST Report | 4. Directional Survey |
| 5. Sundry Notice for plugging and cement verification | 6. Core Analysis | 7. Other: | |

34. I hereby certify that the foregoing and attached information is complete and correct as determined from all available records (see attached instructions):

Electronic Submission #133109 Verified by the BLM Well Information System.
 For BILL BARRETT CORPORATION, sent to the Vernal

Name (please print) MEGAN FINNEGAN

Title PERMIT ANALYST

Signature

 (Electronic Submission)

Date 03/15/2012

Title 18 U.S.C. Section 1001 and Title 43 U.S.C. Section 1212, make it a crime for any person knowingly and willfully to make to any department or agency of the United States any false, fictitious or fraudulent statements or representations as to any matter within its jurisdiction.

**** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ** ORIGINAL ****

5-32D-36 BTR Completion Report Continued*

44. ACID, FRACTURE, TREATMENT, CEMENT SQUEEZE, ETC. (cont.)				
AMOUNT AND TYPE OF MATERIAL				
<u>Stage</u>	<u>BBLs Slurry</u>	<u>lbs 20/40 White Sand</u>	<u>lbs 100 Mesh Sand</u>	<u>lbs CRC Sand</u>
1	3,507			156,800
2	3,670			169,900
3	3,481			159,900
4	4,068			174,900
5	3,385	152,000	4,500	
6	3,698	146,600	19,000	
7	3,876	166,800	20,100	
8	3,562	156,500	19,000	
9	1,899	6,000	16,100	

*Depth intervals for frac information same as perforation record intervals.

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DIV. OF OIL, GAS & MINING

Bill Barrett Corp

Duchesne County, UT (NAD 1927)

Sec. 32-T3S-R6W

5-32D-36 BTR

Plan B Rev 1

Survey: Sperry MWD Surveys

Sperry Drilling Services Standard Report

30 January, 2012

Well Coordinates: 673,438.65 N, 2,253,265.46 E (40° 10' 43.50" N, 110° 35' 36.86" W)

Ground Level: 6,459.00 ft

Local Coordinate Origin:

Centered on Well 5-32D-36 BTR

Viewing Datum:

RKB 16 @ 6475.00ft (Patterson 506)

TVDs to System:

N

North Reference:

True

Unit System:

API - US Survey Feet - Custom

Geodetic Scale Factor Applied

Version: 2003.16 Build: 431

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MAR 15 2012

DIV. OF OIL, GAS & MINING

HALLIBURTON

Survey Report for 5-32D-36 BTR - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
90.00	0.00	0.00	0.00	0.00	0.00	0.00	0.00
Tie-On							
191.00	0.50	237.15	101.00	-0.24	-0.37	-0.12	0.50
First MWD Survey							
251.00	0.81	225.78	160.99	-0.68	-0.89	-0.22	0.56
313.00	0.71	223.02	222.99	-1.26	-1.47	-0.27	0.17
375.00	0.34	187.25	284.99	-1.73	-1.76	-0.17	0.77
437.00	0.34	145.03	346.99	-2.06	-1.67	0.11	0.40
498.00	0.31	178.98	407.98	-2.37	-1.57	0.40	0.31
558.00	0.54	154.65	467.98	-2.79	-1.44	0.76	0.48
619.00	0.71	121.91	528.98	-3.25	-1.00	1.40	0.64
680.00	0.45	129.08	589.98	-3.60	-0.49	2.01	0.44
741.00	0.61	104.63	650.97	-3.83	0.01	2.54	0.45
802.00	0.60	134.27	711.97	-4.14	0.55	3.15	0.51
863.00	0.60	157.90	772.97	-4.66	0.90	3.76	0.40
923.00	0.81	178.85	832.96	-5.37	1.03	4.32	0.55
987.00	1.17	188.76	896.95	-6.47	0.94	4.98	0.62
1,050.00	1.12	159.14	959.94	-7.68	1.06	5.88	0.93
1,113.00	1.19	156.53	1,022.93	-8.86	1.54	7.01	0.14
1,177.00	1.51	162.93	1,086.91	-10.27	2.05	8.33	0.55
1,240.00	1.43	162.55	1,149.89	-11.82	2.53	9.71	0.13
1,304.00	1.52	161.70	1,213.87	-13.38	3.03	11.13	0.14
1,367.00	0.71	146.22	1,276.86	-14.50	3.51	12.23	1.36
1,431.00	0.51	133.13	1,340.85	-15.03	3.94	12.90	0.38
1,494.00	0.67	160.81	1,403.85	-15.57	4.27	13.50	0.51
1,558.00	0.62	198.97	1,467.85	-16.25	4.28	13.96	0.66
1,621.00	0.34	291.57	1,530.84	-16.50	3.99	13.91	1.14
1,684.00	0.60	228.10	1,593.84	-16.65	3.57	13.70	0.86
1,748.00	0.87	224.82	1,657.84	-17.22	2.98	13.63	0.43
1,811.00	1.41	209.32	1,720.82	-18.24	2.27	13.76	0.98
1,875.00	1.32	206.10	1,784.81	-19.58	1.56	14.12	0.18
1,938.00	1.55	175.30	1,847.79	-21.09	1.31	14.93	1.26
2,001.00	0.80	155.55	1,910.77	-22.33	1.56	15.94	1.34
2,065.00	0.60	133.60	1,974.77	-22.97	1.99	16.69	0.52
2,128.00	0.57	136.62	2,037.77	-23.43	2.44	17.33	0.07
2,192.00	0.85	176.71	2,101.76	-24.13	2.69	17.98	0.86
2,255.00	0.69	127.53	2,164.76	-24.83	3.01	18.69	1.04
2,318.00	0.89	136.48	2,227.75	-25.42	3.65	19.55	0.37
2,382.00	1.16	160.97	2,291.74	-26.39	4.21	20.61	0.79
2,446.00	1.67	173.64	2,355.72	-27.93	4.52	21.87	0.93
2,547.00	2.17	186.20	2,456.66	-31.29	4.48	24.06	0.64
2,611.00	1.25	182.75	2,520.64	-33.19	4.31	25.19	1.45
2,674.00	2.21	26.96	2,583.62	-32.80	4.83	25.32	5.38
2,737.00	2.23	50.48	2,646.58	-30.94	6.33	25.21	1.44
2,801.00	2.05	65.54	2,710.53	-29.67	8.33	25.87	0.92
2,864.00	2.52	76.52	2,773.48	-28.88	10.70	27.13	1.02
2,928.00	3.15	89.71	2,837.40	-28.54	13.83	29.25	1.41
2,991.00	4.37	99.90	2,900.27	-28.95	17.92	32.59	2.20
3,054.00	5.02	113.37	2,963.06	-30.45	22.82	37.26	2.02
3,118.00	4.58	142.34	3,026.84	-33.59	26.95	42.43	3.81

Survey Report for 5-32D-36 BTR - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
3,181.00	5.21	154.22	3,089.61	-38.15	29.73	47.54	1.89
3,245.00	6.06	146.86	3,153.31	-43.60	32.84	53.47	1.74
3,308.00	6.74	141.44	3,215.91	-49.27	36.96	60.32	1.44
3,372.00	7.74	139.86	3,279.40	-55.51	42.08	68.28	1.59
3,435.00	7.98	137.53	3,341.81	-61.98	47.77	76.82	0.63
3,498.00	8.24	133.42	3,404.18	-68.30	54.00	85.68	1.01
3,561.00	8.10	131.93	3,466.54	-74.37	60.58	94.63	0.40
3,625.00	8.20	131.83	3,529.90	-80.43	67.34	103.71	0.16
3,688.00	8.95	124.01	3,592.19	-86.17	74.75	113.06	2.20
3,751.00	9.17	122.25	3,654.41	-91.59	83.06	122.87	0.56
3,815.00	8.67	125.10	3,717.63	-97.08	91.32	132.70	1.04
3,879.00	7.90	129.29	3,780.97	-102.64	98.67	141.89	1.53
3,942.00	7.98	126.37	3,843.36	-107.98	105.54	150.58	0.65
4,006.00	8.65	120.73	3,906.69	-113.07	113.25	159.73	1.65
4,068.00	8.85	117.93	3,967.97	-117.69	121.48	168.95	0.76
4,132.00	8.38	120.74	4,031.25	-122.38	129.83	178.32	0.99
4,195.00	7.61	123.35	4,093.63	-127.02	137.26	186.96	1.35
4,259.00	6.87	126.65	4,157.12	-131.63	143.88	194.97	1.33
4,322.00	6.72	126.42	4,219.68	-136.07	149.86	202.40	0.24
4,386.00	6.76	119.82	4,283.24	-140.16	156.15	209.82	1.21
4,449.00	6.55	119.54	4,345.81	-143.78	162.49	216.97	0.34
4,513.00	6.15	125.38	4,409.42	-147.56	168.46	223.95	1.19
4,576.00	6.25	123.53	4,472.05	-151.41	174.07	230.70	0.35
4,640.00	6.55	123.13	4,535.66	-155.33	180.03	237.77	0.47
4,703.00	6.14	127.92	4,598.27	-159.37	185.70	244.68	1.06
4,767.00	5.84	133.13	4,661.92	-163.70	190.77	251.36	0.97
4,830.00	5.55	138.31	4,724.61	-168.16	195.14	257.58	0.94
4,893.00	4.78	144.68	4,787.35	-172.58	198.68	263.16	1.52
4,957.00	4.39	150.43	4,851.15	-176.89	201.43	268.07	0.94
5,020.00	3.64	156.59	4,913.99	-180.82	203.42	272.16	1.37
5,084.00	2.99	168.50	4,977.89	-184.32	204.56	275.33	1.47
5,211.00	2.20	175.06	5,104.76	-189.99	205.43	279.74	0.66
5,274.00	2.07	182.52	5,167.71	-192.33	205.48	281.33	0.49
5,338.00	1.16	188.36	5,231.69	-194.13	205.34	282.41	1.44
5,401.00	0.31	171.14	5,294.68	-194.93	205.27	282.89	1.38
5,464.00	0.15	256.10	5,357.68	-195.12	205.22	282.97	0.53
5,528.00	1.14	198.81	5,421.68	-195.74	204.93	283.17	1.67
5,591.00	1.27	178.19	5,484.66	-197.03	204.75	283.89	0.71
5,655.00	0.87	127.27	5,548.65	-198.03	205.16	284.86	1.54
5,718.00	1.03	54.75	5,611.65	-198.00	206.00	285.47	1.80
5,782.00	1.04	71.97	5,675.64	-197.49	207.03	285.89	0.48
5,845.00	1.31	58.22	5,738.62	-196.93	208.18	286.39	0.62
5,908.00	0.92	49.16	5,801.61	-196.22	209.18	286.67	0.68
5,972.00	0.36	86.72	5,865.61	-195.87	209.77	286.88	1.05
6,036.00	0.39	4.45	5,929.61	-195.64	209.98	286.89	0.77
6,099.00	0.48	344.08	5,992.60	-195.18	209.93	286.54	0.28
6,162.00	0.49	200.69	6,055.60	-195.17	209.76	286.42	1.46
6,226.00	0.35	221.12	6,119.60	-195.58	209.53	286.51	0.32
6,289.00	0.41	240.60	6,182.60	-195.83	209.21	286.44	0.22
6,353.00	0.45	316.49	6,246.60	-195.76	208.84	286.12	0.83
6,416.00	0.91	15.34	6,309.59	-195.10	208.80	285.65	1.24

Survey Report for 5-32D-36 BTR - Sperry MWD Surveys

Measured Depth (ft)	Inclination (°)	Azimuth (°)	Vertical Depth (ft)	+N/-S (ft)	+E/-W (ft)	Vertical Section (ft)	Dogleg Rate (°/100ft)
6,479.00	0.54	59.92	6,372.59	-194.47	209.19	285.52	1.03
6,543.00	1.27	136.82	6,436.58	-194.84	209.94	286.32	1.97
6,606.00	1.43	125.07	6,499.57	-195.80	211.06	287.80	0.51
6,670.00	1.20	80.17	6,563.55	-196.14	212.37	289.01	1.60
6,734.00	1.72	43.24	6,627.53	-195.33	213.69	289.46	1.64
6,797.00	1.46	52.94	6,690.51	-194.15	214.98	289.65	0.59
6,861.00	1.37	58.99	6,754.49	-193.27	216.28	290.05	0.27
6,924.00	1.16	68.26	6,817.47	-192.64	217.52	290.56	0.46
6,988.00	1.10	89.49	6,881.46	-192.40	218.74	291.31	0.66
7,052.00	0.92	96.36	6,945.45	-192.45	219.86	292.19	0.34
7,115.00	0.84	97.75	7,008.44	-192.57	220.82	292.99	0.13
7,178.00	0.84	124.22	7,071.44	-192.89	221.66	293.83	0.61
7,242.00	1.44	158.54	7,135.42	-193.90	222.35	295.01	1.38
7,305.00	1.56	158.82	7,198.40	-195.44	222.94	296.48	0.19
7,369.00	1.38	165.56	7,262.38	-197.00	223.45	297.89	0.39
7,432.00	1.37	161.77	7,325.36	-198.45	223.88	299.17	0.15
7,496.00	1.43	162.62	7,389.34	-199.94	224.35	300.51	0.10
7,559.00	1.26	152.21	7,452.33	-201.30	224.91	301.83	0.47
7,622.00	1.56	160.12	7,515.31	-202.72	225.53	303.23	0.57
7,686.00	1.71	166.08	7,579.28	-204.46	226.05	304.78	0.35
7,749.00	1.46	174.64	7,642.26	-206.18	226.35	306.14	0.55
7,813.00	1.26	179.39	7,706.24	-207.69	226.44	307.20	0.36
7,876.00	1.38	180.30	7,769.22	-209.14	226.44	308.17	0.19
7,940.00	1.56	180.18	7,833.20	-210.78	226.43	309.25	0.28
8,003.00	1.66	180.56	7,896.18	-212.55	226.42	310.41	0.16
8,067.00	1.92	181.79	7,960.15	-214.55	226.38	311.70	0.41
8,130.00	2.13	185.74	8,023.11	-216.77	226.23	313.06	0.40
8,193.00	1.93	189.03	8,086.07	-218.99	225.95	314.31	0.37
8,257.00	2.26	185.80	8,150.02	-221.31	225.65	315.62	0.55
8,320.00	2.71	185.48	8,212.96	-224.02	225.38	317.22	0.71
8,384.00	2.74	184.12	8,276.89	-227.06	225.13	319.03	0.11
8,447.00	2.75	187.52	8,339.82	-230.06	224.82	320.79	0.26
8,511.00	3.07	185.52	8,403.74	-233.28	224.46	322.65	0.52
8,574.00	2.55	185.64	8,466.66	-236.36	224.16	324.46	0.83
8,645.00	2.56	184.33	8,537.59	-239.51	223.88	326.34	0.08
8,646.00	2.56	184.33	8,538.59	-239.56	223.88	326.36	0.00
Final MWD Survey							
8,701.00	2.56	184.33	8,593.53	-242.00	223.69	327.84	0.00
Straight Line Projection to Bit							

Survey Annotations

Measured Depth (ft)	Vertical Depth (ft)	Local Coordinates		Comment
		+N/-S (ft)	+E/-W (ft)	
90.00	0.00	0.00	0.00	Tie-On
191.00	101.00	-0.24	-0.37	First MWD Survey
8,646.00	8,538.59	-239.56	223.88	Final MWD Survey
8,701.00	8,593.53	-242.00	223.69	Straight Line Projection to Bit

Survey Report for 5-32D-36 BTR - Sperry MWD Surveys

Vertical Section Information

Angle Type	Target	Azimuth (°)	Origin Type	Origin +N/-S (ft)	Origin +E/-W (ft)	Start TVD (ft)
Target	5-32D-36 BTR_BHL Tgt	131.42	Slot	0.00	0.00	0.00

Survey tool program

From (ft)	To (ft)	Survey/Plan	Survey Tool
191.00	8,701.00	Sperry MWD Surveys	MWD

Targets

Target Name - hit/miss target - Shape	Dip Angle (°)	Dip Dir. (°)	TVD (ft)	+N/-S (ft)	+E/-W (ft)	Northing (ft)	Easting (ft)	Latitude	Longitude
5-32D-36 BTR_SHL - survey hits target center - Point	0.00	0.00	0.00	0.00	0.00	673,438.65	2,253,265.46	40° 10' 43.500 N	110° 35' 36.859 W
5-32D-36 BTR_BHL - survey misses target center by 89.53ft at 8701.00ft MD (8593.53 TVD, -242.00 N, 223.69 E) - Point	0.00	0.00	8,655.00	-179.95	203.99	673,260.79	2,253,471.25	40° 10' 41.722 N	110° 35' 34.231 W
5-32D-36 BTR_ZON - survey misses target center by 16.27ft at 6161.41ft MD (6055.02 TVD, -195.17 N, 209.76 E) - Rectangle (sides V200.00 H200.00 D2,600.00)	0.00	0.00	6,055.00	-179.95	203.99	673,260.79	2,253,471.25	40° 10' 41.722 N	110° 35' 34.231 W

North Reference Sheet for Sec. 32-T3S-R6W - 5-32D-36 BTR - Plan B Rev 1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to RKB 16 @ 6475.00ft (Patterson 506). Northing and Easting are relative to 5-32D-36 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is 111° 30' 0.000 W°, Longitude Origin: 0° 0' 0.000 E°, Latitude Origin: 40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991678

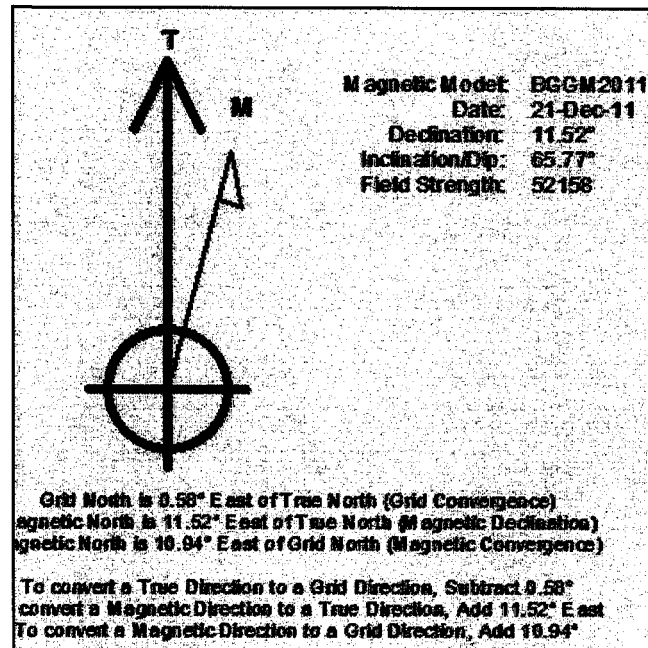
Grid Coordinates of Well: 673,438.65 ft N, 2,253,265.46 ft E

Geographical Coordinates of Well: 40° 10' 43.50" N, 110° 35' 36.86" W

Grid Convergence at Surface is: 0.58°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,701.00ft
the Bottom Hole Displacement is 329.55ft in the Direction of 137.25° (True).

Magnetic Convergence at surface is: -10.94° (21 December 2011, , BGGM2011)



North Reference Sheet for Sec. 32-T3S-R6W - 5-32D-36 BTR - Plan B Rev 1

All data is in US Feet unless otherwise stated. Directions and Coordinates are relative to True North Reference.

Vertical Depths are relative to RKB 16 @ 6475.00ft (Patterson 506). Northing and Easting are relative to 5-32D-36 BTR

Coordinate System is US State Plane 1927 (Exact solution), Utah Central 4302 using datum NAD 1927 (NADCON CONUS), ellipsoid Clarke 1866

Projection method is Lambert Conformal Conic (2 parallel)

Central Meridian is 111° 30' 0.000 W°, Longitude Origin: 0° 0' 0.000 E°, Latitude Origin: 40° 39' 0.000 N°

False Easting: 2,000,000.00ft, False Northing: 0.00ft, Scale Reduction: 0.99991678

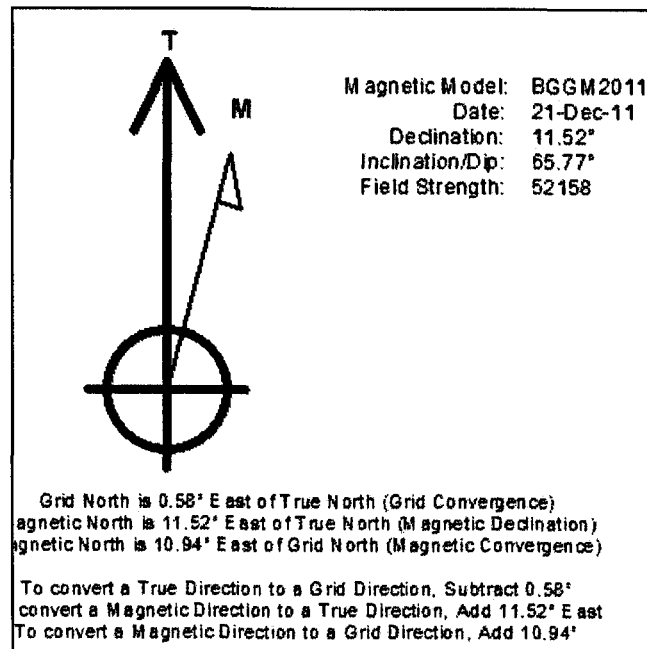
Grid Coordinates of Well: 673,438.65 ft N, 2,253,265.46 ft E

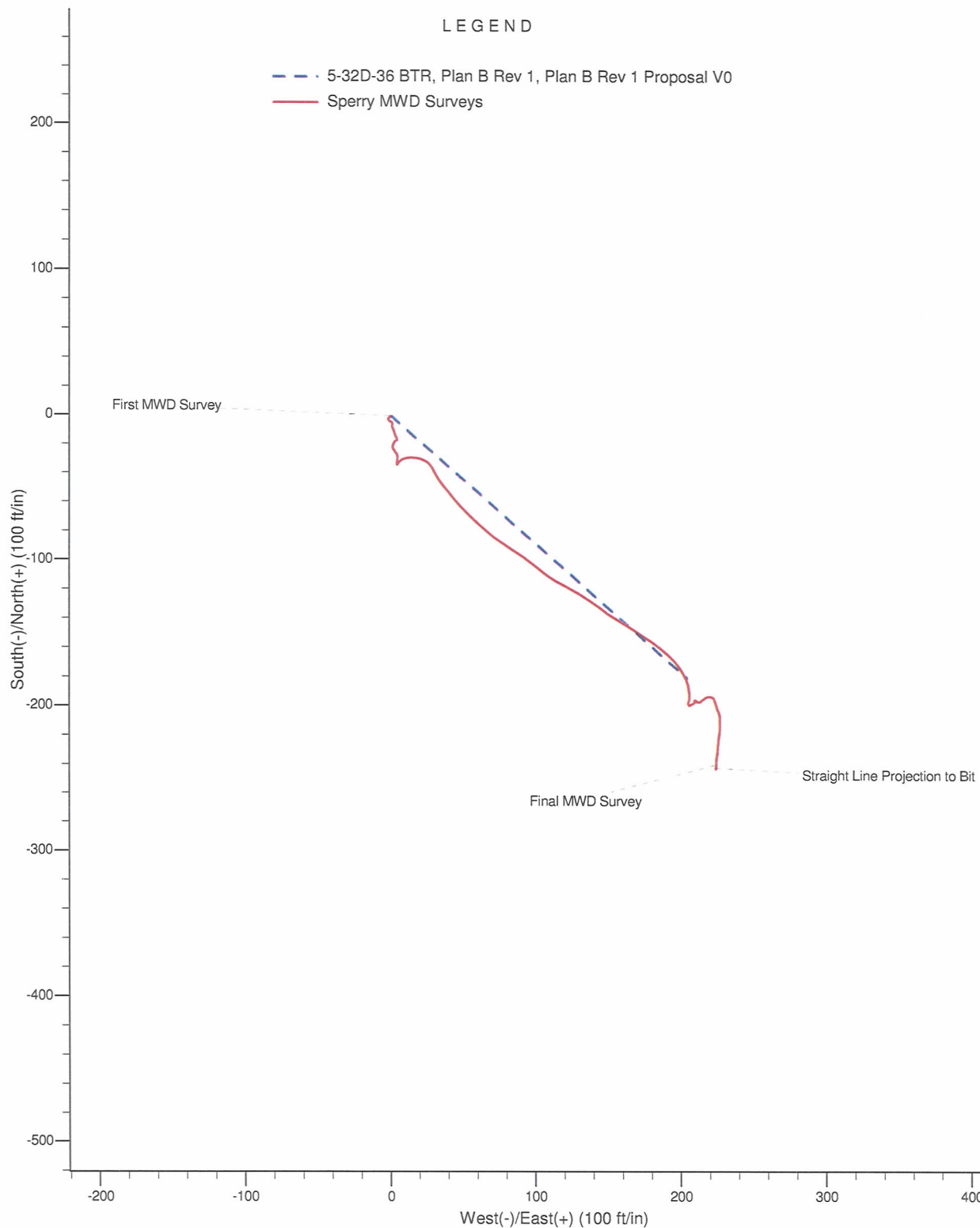
Geographical Coordinates of Well: 40° 10' 43.50" N, 110° 35' 36.86" W

Grid Convergence at Surface is: 0.58°

Based upon Minimum Curvature type calculations, at a Measured Depth of 8,701.00ft
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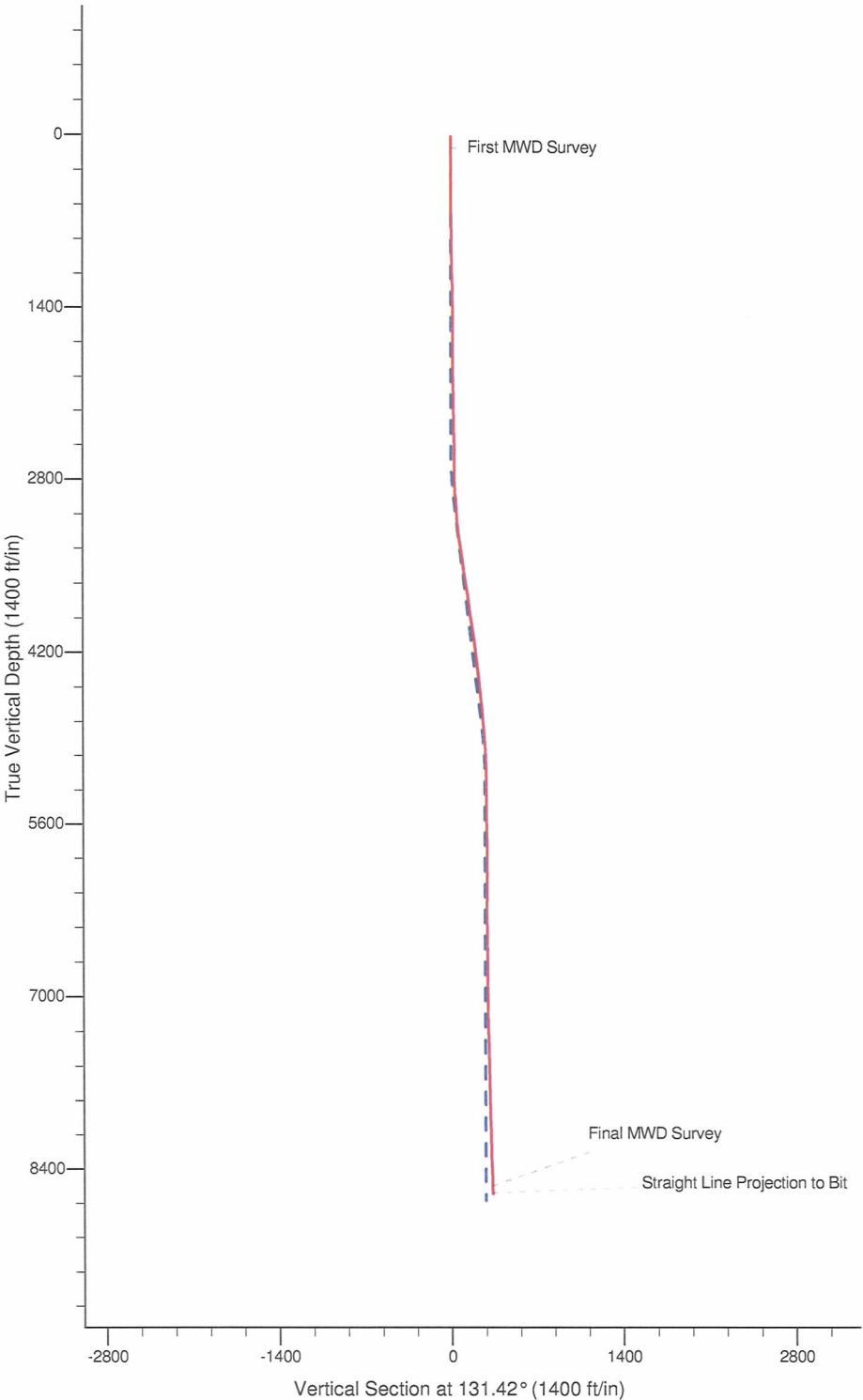
Project: Duchesne County, UT (NAD 1927)
Site: Sec. 32-T3S-R6W
Well: 5-32D-36 BTR

Bill Barrett Corp



LEGEND

- 5-32D-36 BTR, Plan B Rev 1, Plan B Rev 1 Proposal V0
- Sperry MWD Surveys



STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well		8. WELL NAME and NUMBER: 5-32D-36 BTR
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013507560000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="Earned Lease"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 3/30/2012			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

The Tribal lease has been earned for this well. The new lease number is
 14-20-H62-6428


Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 June 03, 2014

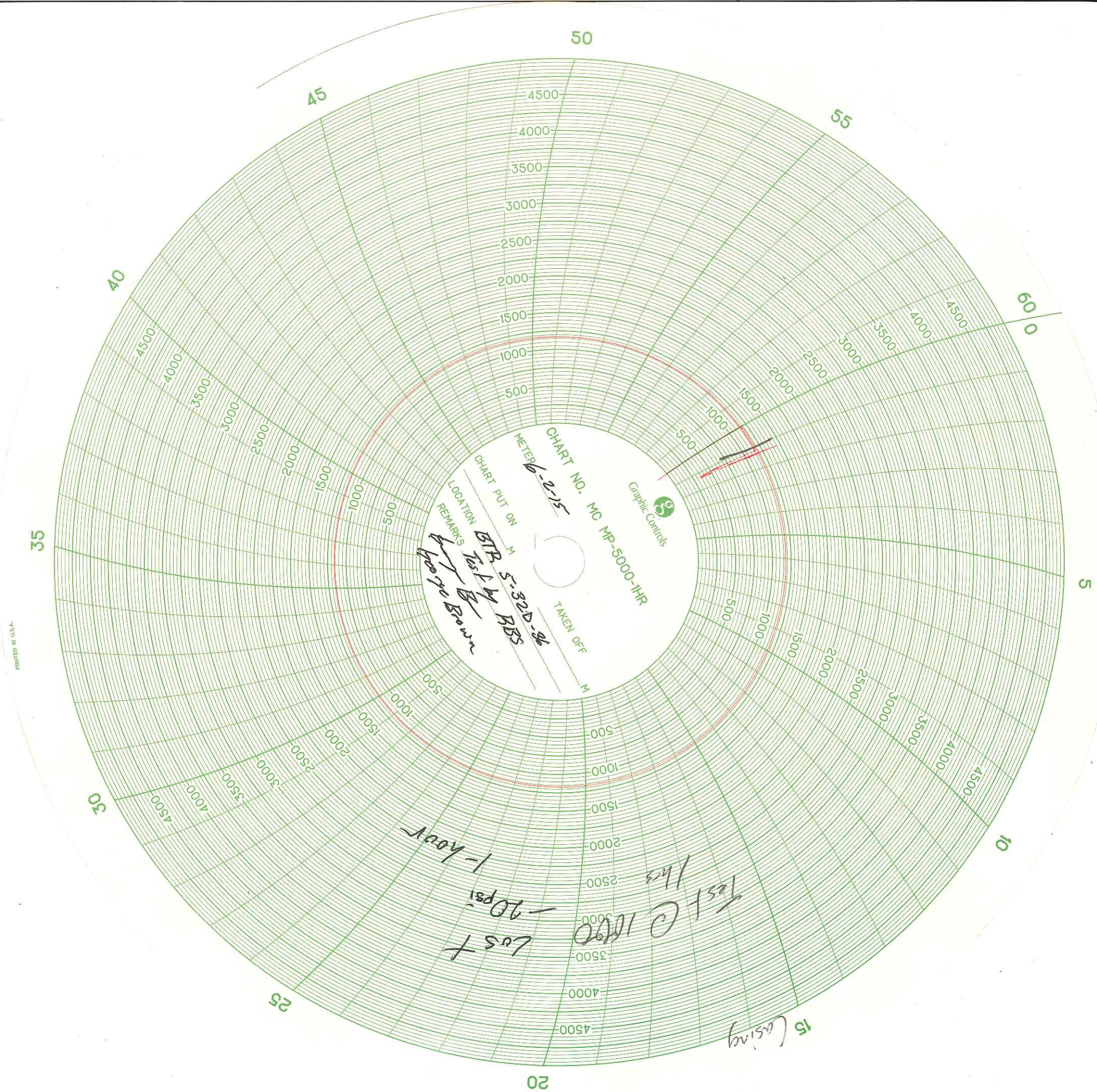
NAME (PLEASE PRINT) Christina Hirtler	PHONE NUMBER 303 312-8597	TITLE Administrative Assistant
SIGNATURE N/A		DATE 6/3/2014

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
10. FIELD and POOL or WILDCAT: CEDAR RIM		COUNTY: DUCHESNE
11. STATE: UTAH		
CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA		
TYPE OF SUBMISSION	TYPE OF ACTION	
<input checked="" type="checkbox"/> NOTICE OF INTENT Approximate date work will start: 6/2/2015 <input type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:	<div style="display: flex; flex-wrap: wrap;"> <div style="width: 33%;"> <input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION </div> <div style="width: 33%;"> <input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input checked="" type="checkbox"/> SI TA STATUS EXTENSION <input type="checkbox"/> OTHER </div> <div style="width: 33%;"> <input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input style="width: 100%;" type="text"/> </div> </div>	
12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc. <p>On 6/2/15 a MIT was conducted on the 5-1/2" casing above the top perf at 6485' by pressure testing the 5-1/2" casing & 2-7/8" tubing to 1000 psig for 60 minutes. A CIBP was set at 4050' due to fish top at 4101' & end of tubing is at 3863'. The cement bond log shows a top of cement at 900'. After 60 minutes a 20 psi drop to 980 was observed & it is concluded that this wellbore & its casing does in fact have integrity. Therefore, all underground sources of drinking water are protected. This well has no risk to public health, safety, or environment. See attached copy of MIT. Based on the above, BBC is requesting permission this well be granted TA status for a year as this well has potential for future recompletion upon improvement in market conditions. Contact Chris Stevenson 303-312-8704 with questions. BBC commits to checking the casing pressure quarterly to ensure wellbore integrity.</p>		
NAME (PLEASE PRINT) Brady Riley		PHONE NUMBER 303 312-8115
SIGNATURE N/A		TITLE Permit Analyst
DATE 6/9/2015		

**Accepted by the
Utah Division of
Oil, Gas and Mining**

Date: June 22, 2015

By: 



STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-32D-36 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013507560000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION		
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION <input checked="" type="checkbox"/> OTHER	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION OTHER: <input type="text" value="qtrly monitoring"/>
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/27/2015			
<input type="checkbox"/> SPUD REPORT Date of Spud:			
<input type="checkbox"/> DRILLING REPORT Report Date:			

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is submitting this sundry to inform UDOGM that on 7/27/15 there was no pressure and no flowback when we opened the well up for 5 minutes. We shut the well back in and will check again qtrly per COAs following our MIT done on 6/2/15.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 August 20, 2015

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 8/17/2015

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: CEDAR RIM
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 10/21/2015 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:
OTHER: <input style="width: 100px;" type="text" value="qtrly SI monitoring"/>				

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

 BBC is submitting this sundry to inform UDOGM that on 10/21/15 there was no pressure and no flowback when we opened the well up for 5 minutes. We shut the well back in and will check again qtrly per COAs following our MIT done on 6/2/15.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 November 02, 2015

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 11/2/2015	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-32D-36 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013507560000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 1/25/2016	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is submitting this sundry to inform UDOGM that on 1/25/2016 there was no pressure and no flow back when we opened the well up for 5 minutes. We shut the well back in and will check again qtrly per COAs following our MIT done on 6/2/15.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 February 09, 2016

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 2/1/2016

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: CEDAR RIM
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE	<input type="checkbox"/> ALTER CASING	<input type="checkbox"/> CASING REPAIR	
<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 5/2/2016	<input type="checkbox"/> CHANGE TO PREVIOUS PLANS	<input type="checkbox"/> CHANGE TUBING	<input type="checkbox"/> CHANGE WELL NAME	
<input type="checkbox"/> SPUD REPORT Date of Spud:	<input type="checkbox"/> CHANGE WELL STATUS	<input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS	<input type="checkbox"/> CONVERT WELL TYPE	
<input type="checkbox"/> DRILLING REPORT Report Date:	<input type="checkbox"/> DEEPEN	<input type="checkbox"/> FRACTURE TREAT	<input type="checkbox"/> NEW CONSTRUCTION	
	<input type="checkbox"/> OPERATOR CHANGE	<input type="checkbox"/> PLUG AND ABANDON	<input type="checkbox"/> PLUG BACK	
	<input type="checkbox"/> PRODUCTION START OR RESUME	<input type="checkbox"/> RECLAMATION OF WELL SITE	<input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION	
	<input type="checkbox"/> REPERFORATE CURRENT FORMATION	<input type="checkbox"/> SIDETRACK TO REPAIR WELL	<input type="checkbox"/> TEMPORARY ABANDON	
	<input type="checkbox"/> TUBING REPAIR	<input type="checkbox"/> VENT OR FLARE	<input type="checkbox"/> WATER DISPOSAL	
	<input type="checkbox"/> WATER SHUTOFF	<input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> APD EXTENSION	
	<input type="checkbox"/> WILDCAT WELL DETERMINATION	<input checked="" type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text" value="qtrly monitoring"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.
 BBC is submitting this sundry to inform UDOGM that on 5/2/2016 there was no pressure and no flow back when we opened the well up for 5 minutes. We shut the well back in and will check again qtrly per COAs following our MIT done on 6/2/15.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 May 03, 2016

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 5/3/2016	

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
		7. UNIT or CA AGREEMENT NAME:
1. TYPE OF WELL Oil Well	8. WELL NAME and NUMBER: 5-32D-36 BTR	
2. NAME OF OPERATOR: BILL BARRETT CORP		9. API NUMBER: 43013507560000
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202	PHONE NUMBER: 303 312-8134 Ext	9. FIELD and POOL or WILDCAT: CEDAR RIM
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		COUNTY: DUCHESNE
		STATE: UTAH

11.

CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 7/28/2016 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:
		<input checked="" type="checkbox"/> OTHER	OTHER: <input type="text" value="qtrly monitoring"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

BBC is submitting this sundry to inform UDOGM that on 7/28/2016 there was no pressure and no flow back when we opened the well up for 5 minutes. We shut the well back in and will check again qtrly per COAs following our MIT done on 6/2/15.

Accepted by the
Utah Division of
Oil, Gas and Mining
FOR RECORD ONLY
 August 01, 2016

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A		DATE 8/1/2016

STATE OF UTAH DEPARTMENT OF NATURAL RESOURCES DIVISION OF OIL, GAS, AND MINING		FORM 9
SUNDRY NOTICES AND REPORTS ON WELLS Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.		5. LEASE DESIGNATION AND SERIAL NUMBER: 14-20-H62-6428
1. TYPE OF WELL Oil Well		6. IF INDIAN, ALLOTTEE OR TRIBE NAME: UTE
2. NAME OF OPERATOR: BILL BARRETT CORP		7. UNIT or CA AGREEMENT NAME:
3. ADDRESS OF OPERATOR: 1099 18th Street Ste 2300 , Denver, CO, 80202		8. WELL NAME and NUMBER: 5-32D-36 BTR
4. LOCATION OF WELL FOOTAGES AT SURFACE: 1800 FNL 0607 FWL QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN: Qtr/Qtr: SWNW Section: 32 Township: 03.0S Range: 06.0W Meridian: U		9. API NUMBER: 43013507560000
PHONE NUMBER: 303 312-8134 Ext		9. FIELD and POOL or WILDCAT: CEDAR RIM
COUNTY: DUCHESNE		STATE: UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION	TYPE OF ACTION			
<input type="checkbox"/> NOTICE OF INTENT Approximate date work will start:	<input type="checkbox"/> ACIDIZE <input type="checkbox"/> CHANGE TO PREVIOUS PLANS <input type="checkbox"/> CHANGE WELL STATUS <input type="checkbox"/> DEEPEN <input type="checkbox"/> OPERATOR CHANGE <input type="checkbox"/> PRODUCTION START OR RESUME <input type="checkbox"/> REPERFORATE CURRENT FORMATION <input type="checkbox"/> TUBING REPAIR <input type="checkbox"/> WATER SHUTOFF <input type="checkbox"/> WILDCAT WELL DETERMINATION	<input type="checkbox"/> ALTER CASING <input type="checkbox"/> CHANGE TUBING <input type="checkbox"/> COMMINGLE PRODUCING FORMATIONS <input type="checkbox"/> FRACTURE TREAT <input type="checkbox"/> PLUG AND ABANDON <input type="checkbox"/> RECLAMATION OF WELL SITE <input type="checkbox"/> SIDETRACK TO REPAIR WELL <input type="checkbox"/> VENT OR FLARE <input type="checkbox"/> SI TA STATUS EXTENSION	<input type="checkbox"/> CASING REPAIR <input type="checkbox"/> CHANGE WELL NAME <input type="checkbox"/> CONVERT WELL TYPE <input type="checkbox"/> NEW CONSTRUCTION <input type="checkbox"/> PLUG BACK <input type="checkbox"/> RECOMPLETE DIFFERENT FORMATION <input type="checkbox"/> TEMPORARY ABANDON <input type="checkbox"/> WATER DISPOSAL <input type="checkbox"/> APD EXTENSION	<input checked="" type="checkbox"/> SUBSEQUENT REPORT Date of Work Completion: 10/17/2016 <input type="checkbox"/> SPUD REPORT Date of Spud: <input type="checkbox"/> DRILLING REPORT Report Date:
		<input checked="" type="checkbox"/> OTHER	OTHER: <input style="width: 100px;" type="text" value="qtrly monitoring"/>	

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

 BBC is submitting this sundry to inform UDOGM that on 10/17/2016 there was no pressure and no flow back when we opened the well up for 5 minutes. We shut the well back in and will check again qtrly per COAs following our MIT done on 6/2/15.

Accepted by the
 Utah Division of
 Oil, Gas and Mining
FOR RECORD ONLY
 October 21, 2016

NAME (PLEASE PRINT) Brady Riley	PHONE NUMBER 303 312-8115	TITLE Permit Analyst
SIGNATURE N/A	DATE 10/18/2016	

Effective Date: 11/1/2016

FORMER OPERATOR:	NEW OPERATOR:
Bill Barrett Corporation 1099 18th Street, Suite 2300 Denver, CO 80202	Rig II, LLC 1582 West 2600 South Woods Cross, UT 84087
CA Number(s):	Unit(s):

WELL INFORMATION:

Well Name	Sec	TWN	RNG	API	Entity	Mineral	Surface	Type	Status
See Attached List									

OPERATOR CHANGES DOCUMENTATION:

1. Sundry or legal documentation was received from the **FORMER** operator on: 10/21/2016
2. Sundry or legal documentation was received from the **NEW** operator on: 10/21/2016
3. New operator Division of Corporations Business Number: 8256968-0160

REVIEW:

1. Surface Agreement Sundry from **NEW** operator on Fee Surface wells received on: N/A
2. Receipt of Acceptance of Drilling Procedures for APD on: 10/21/2016
3. Reports current for Production/Disposition & Sundries: 11/2/2016
4. OPS/SI/TA well(s) reviewed for full cost bonding: 11/3/2016
5. UIC5 on all disposal/injection/storage well(s) approved on: 11/3/2016
6. Surface Facility(s) included in operator change: None
7. Inspections of PA state/fee well sites complete on (only upon operators request): 11/3/2016

NEW OPERATOR BOND VERIFICATION:

1. Federal well(s) covered by Bond Number: UTB000712
2. Indian well(s) covered by Bond Number: LPM 922467
3. State/fee well(s) covered by Bond Number(s): 9219529

DATA ENTRY:

1. Well(s) update in the **OGIS** on: 11/7/2016
2. Entity Number(s) updated in **OGIS** on: 11/7/2016
3. Unit(s) operator number update in **OGIS** on: N/A
4. Surface Facilities update in **OGIS** on: N/A
5. State/Fee well(s) attached to bond(s) in **RBDMS** on: 11/7/2016
6. Surface Facilities update in **RBDMS** on: N/A

COMMENTS:

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

Well Name	Sec	TWN	RNG	API Number	Entity	Mineral	Surface	Type	Status
SWD 9-36 BTR	9	030S	060W	4301350646	18077	Indian	Fee	WD	A
16-6D-46 BTR SWD	6	040S	060W	4301350781	18327	Indian	Fee	WD	A
6-32-36 BTR SWD	32	030S	060W	4301350921	18329	Indian	Fee	WD	A
LC TRIBAL 8-26D-47	26	040S	070W	4301334024		Indian	Indian	OW	APD
16-21D-37 BTR	21	030S	070W	4301350758		Indian	Fee	OW	APD
14-11D-37 BTR	11	030S	070W	4301350862		Indian	Fee	OW	APD
7-17D-46 BTR	17	040S	060W	4301350883		Indian	Indian	OW	APD
14-12D-37 BTR	12	030S	070W	4301350894		Indian	Fee	OW	APD
1-18D-36 BTR	18	030S	060W	4301350922		Indian	Fee	OW	APD
13-2D-45 BTR	2	040S	050W	4301350931		Indian	Indian	OW	APD
5H-16-46 BTR	16	040S	060W	4301350992		Indian	Indian	OW	APD
9H-17-45 BTR	17	040S	050W	4301351098		Indian	Indian	OW	APD
13H-8-46 BTR UB	8	040S	060W	4301351124		Indian	Indian	OW	APD
8H-9-46 BTR	9	040S	060W	4301351140		Indian	Indian	OW	APD
LC TRIBAL 7-31D-37	31	030S	070W	4301351147		Indian	Fee	OW	APD
14-16D-45 BTR	16	040S	050W	4301351178		Indian	Indian	OW	APD
16-19D-37 BTR	19	030S	070W	4301351179		Indian	Fee	OW	APD
6-2D-45 BTR	2	040S	050W	4301351234		Indian	Indian	OW	APD
2-2D-45 BTR	2	040S	050W	4301351235		Indian	Indian	OW	APD
10-26-35 BTR	26	030S	050W	4301351248		Indian	Fee	OW	APD
LC TRIBAL 1H-33-46	33	040S	060W	4301351257		Indian	Fee	OW	APD
LC TRIBAL 9-25D-46	25	040S	060W	4301351276		Indian	Indian	OW	APD
LC TRIBAL 8H-30-45	30	040S	050W	4301351277		Indian	Indian	OW	APD
LC TRIBAL 16H-30-45	30	040S	050W	4301351279		Indian	Indian	OW	APD
LC TRIBAL 13-30D-45	30	040S	050W	4301351282		Indian	Indian	OW	APD
LC TRIBAL 16H-36-46	36	040S	060W	4301351291		Indian	Indian	OW	APD
LC TRIBAL 13H-30-46	30	040S	060W	4301351321		Indian	Indian	OW	APD
LC TRIBAL 13H-31-46	31	040S	060W	4301351326		Indian	Indian	OW	APD
LC TRIBAL 16-31D-46	31	040S	060W	4301351328		Indian	Indian	OW	APD
LC TRIBAL 5H-26-47	26	040S	070W	4301351337		Indian	Indian	OW	APD
LC TRIBAL 5H-19-45	20	040S	050W	4301351349		Indian	Indian	OW	APD
LC TRIBAL 16-36D-47	36	040S	070W	4301351363		Indian	Indian	OW	APD
15-4D-47 BTR	4	040S	070W	4301351377		Indian	Fee	OW	APD
16-23D-46 LC TRIBAL	23	040S	060W	4301351396		Indian	Fee	OW	APD
15-2D-36 BTR	2	030S	060W	4301351419		Indian	Fee	OW	APD
16-23D-37 BTR	23	030S	070W	4301351420		Indian	Fee	OW	APD
11-9D-47 BTR	9	040S	070W	4301351422		Indian	Fee	OW	APD
15-13D-47 BTR	13	040S	070W	4301351424		Indian	Indian	OW	APD
LC TRIBAL 15-19D-46	19	040S	060W	4301351426		Indian	Indian	OW	APD
16-13D-45 BTR	13	040S	050W	4301351428		Indian	Indian	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

14-12D-45 BTR	12	040S	050W	4301351444		Indian	Indian	OW	APD
16-14D-45 BTR	14	040S	050W	4301351445		Indian	Indian	OW	APD
5-13D-45 BTR	13	040S	050W	4301351446		Indian	Indian	OW	APD
LC TRIBAL 16-26D-46	26	040S	060W	4301351450		Indian	State	OW	APD
LC TRIBAL 16-34D-46	34	040S	060W	4301351451		Indian	State	OW	APD
16-12D-45 BTR	12	040S	050W	4301351452		Indian	Indian	OW	APD
8-12D-45 BTR	12	040S	050W	4301351453		Indian	Indian	OW	APD
LC TRIBAL 1-35D-46	35	040S	060W	4301351454		Indian	Fee	OW	APD
16-25D-37 BTR	25	030S	070W	4301351455		Indian	Fee	OW	APD
LC TRIBAL 13H-29-46	28	040S	060W	4301351462		Indian	Fee	OW	APD
LC TRIBAL 14-30D-37	30	030S	070W	4301351494		Indian	Fee	OW	APD
7-13D-45 BTR	13	040S	050W	4301351497		Indian	Indian	OW	APD
LC TRIBAL 4H-35-46	35	040S	060W	4301351515		Indian	Fee	OW	APD
LC TRIBAL 13H-19-46	19	040S	060W	4301351543		Indian	Indian	OW	APD
16-26D-37 BTR	26	030S	070W	4301351598		Indian	Fee	OW	APD
LC TRIBAL 16-31D-37	31	030S	070W	4301351610		Indian	Fee	OW	APD
5-4-35 BTR	4	030S	050W	4301351613		Indian	Fee	OW	APD
LC TRIBAL 16-31D-47	31	040S	070W	4301351616		Indian	Indian	OW	APD
LC TRIBAL 13H-31-47	31	040S	070W	4301351617		Indian	Indian	OW	APD
LC TRIBAL 13-32D-47	32	040S	070W	4301351619		Indian	Indian	OW	APD
LC TRIBAL 16H-32-47	32	040S	070W	4301351620		Indian	Indian	OW	APD
LC TRIBAL 1-32D-47	32	040S	070W	4301351624		Indian	Indian	OW	APD
LC TRIBAL 4H-32-47	32	040S	070W	4301351625		Indian	Indian	OW	APD
LC TRIBAL 13-28D-47	28	040S	070W	4301351627		Indian	Indian	OW	APD
LC TRIBAL 13H-29-47	28	040S	070W	4301351628		Indian	Indian	OW	APD
LC TRIBAL 16H-28-47	28	040S	070W	4301351629		Indian	Indian	OW	APD
LC TRIBAL 1-28D-47	28	040S	070W	4301351639		Indian	Indian	OW	APD
LC TRIBAL 1H-27-47	28	040S	070W	4301351640		Indian	Indian	OW	APD
LC TRIBAL 4H-28-47	28	040S	070W	4301351641		Indian	Indian	OW	APD
LC TRIBAL 7-25D-58	25	050S	080W	4301351643		Indian	Indian	OW	APD
LC TRIBAL 6-25D-58	25	050S	080W	4301351644		Indian	Indian	OW	APD
LC TRIBAL 13H-24-58	24	050S	080W	4301351645		Indian	Indian	OW	APD
LC TRIBAL 16-24D-58	24	050S	080W	4301351646		Indian	Indian	OW	APD
LC Tribal 8-23D-46	23	040S	060W	4301351654		Indian	Fee	OW	APD
LC Tribal 16-35D-45	35	040S	050W	4301351656		Indian	Fee	OW	APD
LC Tribal 13H-35-45	35	040S	050W	4301351657		Indian	Fee	OW	APD
LC Tribal 16-36D-45	36	040S	050W	4301351658		Indian	Fee	OW	APD
LC Tribal 13H-36-45	36	040S	050W	4301351659		Indian	Fee	OW	APD
LC Tribal 5-36D-45	36	040S	050W	4301351661		Indian	Fee	OW	APD
LC Tribal 8-26D-46	26	040S	060W	4301351663		Indian	Fee	OW	APD
3-29D-36 BTR	29	030S	060W	4301351665		Indian	Fee	OW	APD

From: Bill Barrett Corporation

To: Rig II, LLC

Effective 11/1/2016

LC Tribal 5-35D-45	35	040S	050W	4301351666	Indian	Fee	OW	APD
LC Tribal 5-24D-46	24	040S	060W	4301351668	Indian	Indian	OW	APD
LC TRIBAL 6-12D-58	12	050S	080W	4301351696	Indian	Indian	OW	APD
LC TRIBAL 8-12D-58	12	050S	080W	4301351697	Indian	Indian	OW	APD
LC TRIBAL 16H-22-47	21	040S	070W	4301351700	Indian	Indian	OW	APD
5-25D-37 BTR	25	030S	070W	4301351803	Indian	Fee	OW	APD
8-3D-36 BTR	3	030S	060W	4301351804	Indian	Fee	OW	APD
14-26D-37 BTR	26	030S	070W	4301351805	Indian	Fee	OW	APD
9-4-35 BTR	4	030S	050W	4301351806	Indian	Fee	OW	APD
11-4D-35 BTR	4	030S	050W	4301351807	Indian	Fee	OW	APD
16-27D-37 BTR	27	030S	070W	4301351808	Indian	Fee	OW	APD
14-27D-37 BTR	27	030S	070W	4301351809	Indian	Fee	OW	APD
14-16D-46 BTR	16	040S	060W	4301351812	Indian	Indian	OW	APD
LC Tribal 16-35D-48	35	040S	080W	4301351847	Indian	Indian	OW	APD
LC Tribal 13H-35-48	35	040S	080W	4301351848	Indian	Indian	OW	APD
LC Tribal 13-2D-58	11	050S	080W	4301351850	Indian	Indian	OW	APD
5-13D-36 BTR	13	030S	060W	4301351862	Indian	Fee	OW	APD
5-8D-36 BTR	8	030S	060W	4301351871	Indian	Fee	OW	APD
16-1D-36 BTR	1	030S	060W	4301351872	Indian	Fee	OW	APD
8-18D-46 BTR	18	040S	060W	4301351897	Indian	Fee	OW	APD
LC Tribal 5-36D-46	36	040S	060W	4301351905	Indian	Indian	OW	APD
LC Tribal 5-26D-45	26	040S	050W	4301351907	Indian	Indian	OW	APD
14-13D-45 BTR	13	040S	050W	4301351974	Indian	Indian	OW	APD
14-34D-46 DLB	34	040S	060W	4301351975	Indian	Fee	OW	APD
LC Tribal 5-21D-45	21	040S	050W	4301352001	Indian	Indian	OW	APD
LC Tribal 8-22D-45	22	040S	050W	4301352002	Indian	Indian	OW	APD
LC Tribal 8-25D-45	25	040S	050W	4301352007	Indian	Indian	OW	APD
LC Tribal 16-25D-45	25	040S	050W	4301352008	Indian	Indian	OW	APD
LC Tribal 16-22D-45	22	040S	050W	4301352009	Indian	Indian	OW	APD
LC Tribal 16-26D-45	26	040S	050W	4301352010	Indian	Indian	OW	APD
LC Tribal 14-31D-37	31	030S	070W	4301352016	Indian	Fee	OW	APD
5-12D-45 BTR	12	040S	050W	4301352030	Indian	Indian	OW	APD
LC Tribal 9-20D-45	20	040S	050W	4301352031	Indian	Indian	OW	APD
LC Tribal 13-35D-47	35	040S	070W	4301352055	Indian	Indian	OW	APD
LC Tribal 1-23D-47	23	040S	070W	4301352057	Indian	Indian	OW	APD
9-17D-46 BTR	17	040S	060W	4301352059	Indian	Indian	OW	APD
11-18D-46 BTR	18	040S	060W	4301352060	Indian	Indian	OW	APD
9-10D-47 BTR	10	040S	070W	4301352092	Indian	Fee	OW	APD
LC Tribal 1-17D-47	17	040S	070W	4301352096	Indian	Fee	OW	APD
7-35D-37 BTR	35	030S	070W	4301352115	Indian	Fee	OW	APD
14-25D-37 BTR	25	030S	070W	4301352116	Indian	Fee	OW	APD

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LC Tribal 5-25-46	25	040S	060W	4301352126	Indian	Indian	OW	APD
8-33D-35 BTR	33	030S	050W	4301352161	Indian	Fee	OW	APD
5-4D-36 BTR	4	030S	060W	4301352175	Indian	Fee	OW	APD
7-4D-36 BTR	4	030S	060W	4301352176	Indian	Fee	OW	APD
LC Tribal 4-36D-47	36	040S	070W	4301352186	Indian	Indian	OW	APD
LC Tribal 4-22D-46	22	040S	060W	4301352944	Indian	Indian	OW	APD
LC Tribal 16-22D-46	22	040S	060W	4301352945	Indian	Indian	OW	APD
LC Tribal 11-19D-46	19	040S	060W	4301352946	Indian	Indian	OW	APD
LC Tribal 7-20D-45	20	040S	050W	4301352947	Indian	Indian	OW	APD
15-11D-35 BTR	11	030S	050W	4301353056	Indian	Fee	OW	APD
13-11D-35 BTR	11	030S	050W	4301353057	Indian	Fee	OW	APD
BTR 16-36D-37	36	030S	070W	4301353059	Indian	Fee	OW	APD
4-29D-35 BTR	30	030S	050W	4301353060	Indian	Fee	OW	APD
1-30D-35 BTR	30	030S	050W	4301353061	Fee	Fee	OW	APD
LC TRIBAL 3-23D-46	23	040S	060W	4301353066	Indian	State	OW	APD
LC Tribal 14-23D-46	23	040S	060W	4301353067	Indian	State	OW	APD
LC Tribal 13-25D-46	25	040S	060W	4301353068	Indian	Indian	OW	APD
LC Tribal 14-26D-46	26	040S	060W	4301353069	Indian	State	OW	APD
LC Tribal 5-26D-46	26	040S	060W	4301353070	Indian	State	OW	APD
LC Tribal 11-35D-45	35	040S	050W	4301353071	Indian	State	OW	APD
LC Tribal 7-35D-45	35	040S	050W	4301353072	Indian	State	OW	APD
LC Tribal 3-35D-45	35	040S	050W	4301353075	Indian	State	OW	APD
LC Tribal 14-36D-45	36	040S	050W	4301353076	Indian	State	OW	APD
LC Tribal 13-36D-45	36	040S	050W	4301353077	Indian	State	OW	APD
LC Tribal 10-36D-45	36	040S	050W	4301353078	Indian	State	OW	APD
LC Tribal 8-36D-45	36	040S	050W	4301353079	Indian	State	OW	APD
LC Tribal 6-36D-45	36	040S	050W	4301353080	Indian	State	OW	APD
LC Tribal 1-34D-46	34	040S	060W	4301353081	Indian	State	OW	APD
LC Tribal 9-27D-46	27	040S	060W	4301353082	Indian	State	OW	APD
LC Tribal 13-35D-45	35	040S	050W	4301353083	Indian	State	OW	APD
LC Tribal 8-35D-45	35	040S	050W	4301353084	Indian	State	OW	APD
LC Tribal 15-35D-45	35	040S	050W	4301353085	Indian	State	OW	APD
LC Tribal 12-25D-45	25	040S	050W	4301353122	Indian	Indian	OW	APD
LC Tribal 14-25D-45	25	040S	050W	4301353123	Indian	Indian	OW	APD
LC Tribal 10-25D-45	25	040S	050W	4301353124	Indian	Indian	OW	APD
LC Tribal 11-26-45	26	040S	050W	4301353125	Indian	Indian	OW	APD
LC Tribal 13-26D-45	26	040S	050W	4301353126	Indian	Indian	OW	APD
LC Tribal 7-31D-46	31	040S	060W	4301353127	Indian	Indian	OW	APD
LC Tribal 7-19D-45	19	040S	050W	4301353128	Indian	Indian	OW	APD
LC Tribal 5-19D-45	19	040S	050W	4301353130	Indian	Indian	OW	APD
LC Tribal 7-25D-46	25	040S	060W	4301353132	Indian	Indian	OW	APD

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LC Tribal 7-24D-46	24	040S	060W	4301353134		Indian	Indian	OW	APD
LC Tribal 14-31D-46	31	040S	060W	4301353135		Indian	Indian	OW	APD
LC Tribal 14-30D-46	30	040S	060W	4301353136		Indian	Indian	OW	APD
13-4-35 BTR SWD	4	030S	050W	4301353293		Fee	Fee	OW	APD
LC FEE 14-26D-47	26	040S	070W	4301353294		Fee	Indian	OW	APD
LC Fee 5-25D-47	25	040S	070W	4301353295		Fee	Indian	OW	APD
7-35-46 LC SWD	35	040S	060W	4301353296		Fee	Fee	OW	APD
LC Fee 1H-33-47	32	040S	070W	4301353309		Fee	Indian	OW	APD
LC FEE 14-2D-58	2	050S	080W	4301353312		Fee	Indian	OW	APD
LC FEE 13H-21-47	21	040S	070W	4301353313		Fee	Indian	OW	APD
LC Fee 16-21D-47	21	040S	070W	4301353326		Fee	Indian	OW	APD
16-7D-46 BTR	7	040S	060W	4301353328		Fee	Indian	OW	APD
LC Fee 15-26D-47	26	040S	070W	4301353331		Fee	Indian	OW	APD
LC Fee 4-24D-47	23	040S	070W	4301353332		Fee	Indian	OW	APD
LC Fee 5-34D-47	34	040S	070W	4301353333		Fee	Indian	OW	APD
LC Fee 5-35D-47	35	040S	070W	4301353334		Fee	Indian	OW	APD
13-34D-47 LC Fee	34	040S	070W	4301353337		Fee	Indian	OW	APD
14-35D-35 BTR	35	030S	050W	4301352120		Fee	Fee	OW	DRL
6-17D-46 BTR	17	040S	060W	4301351078		Indian	Indian	OW	OPS
5-34D-35 BTR	34	030S	050W	4301351187		Indian	Fee	OW	OPS
5-10D-45 BTR	10	040S	050W	4301351221		Indian	Indian	OW	OPS
5-3D-45 BTR	3	040S	050W	4301351810		Indian	Indian	OW	OPS
9-34D-35 BTR	34	030S	050W	4301352117		Fee	Fee	OW	OPS
5-35D-35 BTR	35	030S	050W	4301352118		Fee	Fee	OW	OPS
1-2D-46 BTR	2	040S	060W	4301353086		Indian	Fee	OW	OPS
7-21-46 DLB	21	040S	060W	4301333567	16526	Indian	Indian	OW	P
LC TRIBAL 1H-27-46	27	040S	060W	4301333568	18175	Indian	Fee	GW	P
7-29-46 DLB	29	040S	060W	4301333584	17603	Indian	Fee	GW	P
LC TRIBAL 12H-28-46	28	040S	060W	4301333631	18132	Indian	Indian	GW	P
LC TRIBAL 13H-21-46	21	040S	060W	4301333632	18107	Indian	Indian	GW	P
12-36-36 BTR	36	030S	060W	4301333638	16336	Indian	Fee	GW	P
5-5-46 BTR	5	040S	060W	4301333639	16542	Indian	Fee	OW	P
5-23-36 BTR	23	030S	060W	4301333642	16675	Indian	Fee	GW	P
14-29-36 BTR	29	030S	060W	4301333643	16725	Indian	Fee	OW	P
14-30-36 BTR	30	030S	060W	4301333644	16701	Indian	Fee	GW	P
7-20-46 DLB	20	040S	060W	4301333657	16584	Indian	Indian	OW	P
LC TRIBAL 5-21D-46	21	040S	060W	4301333658	18887	Indian	Indian	OW	P
5-20-46 DLB	20	040S	060W	4301333659	18750	Indian	Indian	GW	P
LC TRIBAL 13H-20-46	20	040S	060W	4301333678	17979	Indian	Indian	GW	P
14-7-46 BTR	7	040S	060W	4301333806	16890	Indian	Indian	GW	P
7-8-45 BTR	8	040S	050W	4301333820	16974	Indian	Indian	OW	P

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1-5-45 BTR	5	040S	050W	4301333868	16931	Indian	Indian	OW	P
5-16-36 BTR	16	030S	060W	4301333970	17195	Indian	Fee	OW	P
5-29-36 BTR	29	030S	060W	4301333972	17557	Indian	Fee	OW	P
4-30-36 BTR	30	030S	060W	4301333973	17249	Indian	Fee	OW	P
7-19-46 DLB	19	040S	060W	4301334004	19018	Indian	Indian	OW	P
5-25-36 BTR	25	030S	060W	4301334021	17126	Fee	Fee	OW	P
5-4-45 BTR	4	040S	050W	4301334089	17507	Indian	Indian	OW	P
13-2-46 BTR	2	040S	060W	4301334090	18618	Indian	Indian	OW	P
2-3-45 BTR	3	040S	050W	4301334099	17932	Indian	Indian	OW	P
7-6-45 BTR	6	040S	050W	4301334100	17653	Indian	Indian	OW	P
1-9-45 BTR	9	040S	050W	4301334101	17910	Indian	Indian	OW	P
8-10-45 BTR	10	040S	050W	4301334102	17530	Indian	Indian	OW	P
7-17-45 BTR	17	040S	050W	4301334104	17933	Indian	Indian	OW	P
16-7-45 BTR	7	040S	050W	4301334111	17665	Indian	Indian	OW	P
15-18-45 BTR	18	040S	050W	4301334112	17832	Indian	Indian	OW	P
6-12-46 BTR	12	040S	060W	4301334114	17964	Indian	Indian	OW	P
5-13-46 BTR	13	040S	060W	4301334115	17833	Indian	Indian	OW	P
16-26-36 BTR	26	030S	060W	4301334132	18028	Indian	Fee	OW	P
1-23-36 BTR	23	030S	060W	4301334136	17722	Indian	Fee	OW	P
15-10-36 BTR	10	030S	060W	4301334277	17419	Indian	Fee	OW	P
14-5-46 BTR	5	040S	060W	4301350307	17624	Fee	Fee	OW	P
14X-22-46 DLB	22	040S	060W	4301350351	17604	Indian	Indian	OW	P
16-13-36 BTR	13	030S	060W	4301350372	17853	Indian	Fee	OW	P
5-33-46 DLB	33	040S	060W	4301350397	17765	Indian	Fee	OW	P
5-34-46 DLB	34	040S	060W	4301350415	17801	Indian	State	GW	P
LC FEE 12H-32-46	32	040S	060W	4301350431	18003	Fee	Fee	OW	P
1-13D-47 BTR	13	040S	070W	4301350445	18205	Indian	Fee	OW	P
16-8D-45 BTR	8	040S	050W	4301350466	18799	Indian	Indian	OW	P
7-13D-46 BTR	13	040S	060W	4301350470	18076	Indian	Indian	OW	P
14-8D-45 BTR	8	040S	050W	4301350567	18207	Indian	Indian	OW	P
14-5D-45 BTR	5	040S	050W	4301350568	18108	Indian	Indian	OW	P
16-31D-36 BTR	31	030S	060W	4301350573	18004	Indian	Fee	OW	P
5-7D-46 BTR	7	040S	060W	4301350574	18176	Indian	Indian	OW	P
LC TRIBAL 13H-33-46	34	040S	060W	4301350575	18223	Indian	State	OW	P
5-8-45 BTR	8	040S	050W	4301350607	18279	Indian	Indian	OW	P
16-6D-45 BTR	6	040S	050W	4301350610	18177	Indian	Indian	OW	P
5-18D-45 BTR	18	040S	050W	4301350611	18300	Indian	Indian	OW	P
7-26-37 BTR	26	030S	070W	4301350641	18131	Indian	Fee	OW	P
3-11D-36 BTR	11	030S	060W	4301350642	18299	Indian	Fee	OW	P
16-1D-46 BTR	1	040S	060W	4301350675	18525	Indian	Indian	OW	P
14-3-45 BTR	3	040S	050W	4301350676	18363	Indian	Indian	OW	P

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4-17D-45 BTR	17	040S	050W	4301350687	18517	Indian	Indian	OW	P
5-6D-45 BTR	6	040S	050W	4301350688	18726	Indian	Indian	OW	P
7-7D-45 BTR	7	040S	050W	4301350689	18380	Indian	Indian	OW	P
14-10D-45 BTR	10	040S	050W	4301350754	18447	Indian	Indian	OW	P
14-9D-45 BTR	9	040S	050W	4301350755	18379	Indian	Indian	OW	P
13-16D-36 BTR	16	030S	060W	4301350757	18206	Indian	State	OW	P
5-9D-36 BTR	9	030S	060W	4301350843	18381	Indian	Fee	OW	P
16-5D-46 BTR	5	040S	060W	4301350844	18280	Fee	Fee	OW	P
5-27D-37 BTR	27	030S	070W	4301350847	18526	Indian	Fee	OW	P
7-4D-45 BTR	4	040S	050W	4301350884	18562	Indian	Indian	OW	P
2-16D-45 BTR	16	040S	050W	4301350899	18619	Indian	Indian	OW	P
16-10D-45 BTR	10	040S	050W	4301350902	18725	Indian	Indian	OW	P
5-2D-36 BTR	2	030S	060W	4301350913	18886	Indian	Fee	OW	P
13H-27-36 BTR	27	030S	060W	4301350918	18445	Indian	State	OW	P
8-16D-46 BTR	16	040S	060W	4301350953	19027	Indian	Indian	OW	P
16-16D-46 BTR	16	040S	060W	4301350956	19028	Indian	Indian	OW	P
16-9D-45 BTR	9	040S	050W	4301350962	18662	Indian	Indian	OW	P
14-31D-36 BTR	31	030S	060W	4301350973	18524	Indian	Fee	OW	P
5-10D-36 BTR	10	030S	060W	4301350978	18989	Indian	Fee	OW	P
1-32D-36 BTR	32	030S	060W	4301350979	18648	Indian	Fee	OW	P
16-12D-36 BTR	12	030S	060W	4301350980	18748	Indian	Fee	OW	P
2-18D-45 BTR	18	040S	050W	4301350991	18776	Indian	Indian	OW	P
3-1-46 BTR	1	040S	060W	4301351017	18777	Indian	Fee	OW	P
10-5-45 BTR	5	040S	050W	4301351062	18724	Indian	Indian	OW	P
12-4D-45 BTR	4	040S	050W	4301351063	18813	Indian	Indian	OW	P
1-10D-45 BTR	10	040S	050W	4301351064	18966	Indian	Indian	OW	P
16-2D-46 BTR	2	040S	060W	4301351079	18830	Indian	Indian	OW	P
9H-4-45 BTR	4	040S	050W	4301351092	18814	Indian	Indian	OW	P
12-17-45 BTR	17	040S	050W	4301351097	18984	Indian	Indian	OW	P
5-9D-46 BTR	9	040S	060W	4301351109	19313	Indian	Fee	OW	P
14-9D-36 BTR	9	030S	060W	4301351144	19004	Indian	Fee	OW	P
5-31D-36 BTR	31	030S	060W	4301351146	18691	Indian	Fee	OW	P
4-9D-45 BTR	9	040S	050W	4301351157	18883	Indian	Indian	OW	P
8-12D-46 BTR	12	040S	060W	4301351159	18911	Indian	Indian	OW	P
LC TRIBAL 16-23D-47	23	040S	070W	4301351180	18617	Indian	Indian	OW	P
14-7D-45 BTR	7	040S	050W	4301351222	18949	Indian	Indian	OW	P
5-16D-45 BTR	16	040S	050W	4301351223	18987	Indian	Indian	OW	P
4-5D-45 BTR	5	040S	050W	4301351242	18882	Indian	Indian	OW	P
LC TRIBAL 16H-19-45	19	040S	050W	4301351278	18627	Indian	Indian	OW	P
LC TRIBAL 13-19D-45	19	040S	050W	4301351280	18628	Indian	Indian	OW	P
LC TRIBAL 5-30D-45	30	040S	050W	4301351281	19448	Indian	Indian	OW	P

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LC TRIBAL 15-24D-46	24	040S	060W	4301351283	18626	Indian	Indian	OW	P
LC TRIBAL 13H-24-46	19	040S	050W	4301351289	18629	Indian	Indian	OW	P
7-16-47 BTR	16	040S	070W	4301351296	18950	Indian	Fee	OW	P
14-18D-45 BTR	18	040S	050W	4301351313	19005	Indian	Indian	OW	P
LC TRIBAL 16-30D-46	30	040S	060W	4301351320	19006	Indian	Indian	OW	P
LC TRIBAL 5-20D-45	20	040S	050W	4301351331	19449	Indian	Indian	OW	P
11-8D-46 BTR	8	040S	060W	4301351336	19314	Indian	Indian	OW	P
5-7D-45 BTR	7	040S	050W	4301351350	18951	Indian	Indian	OW	P
7-5-35 BTR	5	030S	050W	4301351599	19078	Indian	Fee	OW	P
13-5D-35 BTR	5	030S	050W	4301351600	18996	Indian	Fee	OW	P
11-5D-35 BTR	5	030S	050W	4301351601	19061	Fee	Fee	OW	P
15-5D-35 BTR	5	030S	050W	4301351602	19062	Fee	Fee	OW	P
9-5D-35 BTR	5	030S	050W	4301351609	19029	Indian	Fee	OW	P
3-5D-35 BTR	5	030S	050W	4301351638	19079	Indian	Fee	OW	P
7-8-46 BTR	8	040S	060W	4301351702	19315	Indian	Indian	OW	P
7-30-46 DLB	30	040S	060W	4301351703	18997	Fee	Indian	OW	P
3-13D-46 BTR	13	040S	060W	4301351718	18881	Indian	Indian	OW	P
2-13D-46 BTR	13	040S	060W	4301351719	18885	Indian	Indian	OW	P
12-12D-46 BTR	12	040S	060W	4301351720	18867	Indian	Indian	OW	P
10-12D-46 BTR	12	040S	060W	4301351721	18856	Indian	Indian	OW	P
11-11D-47 BTR	11	040S	070W	4301352091	19633	Fee	Fee	OW	P
7-12D-47 BTR	12	040S	070W	4301352094	19600	Indian	Fee	OW	P
5-12D-47 BTR	12	040S	070W	4301352095	19634	Indian	Fee	OW	P
14-33D-35 BTR	33	030S	050W	4301352162	19450	Indian	Fee	OW	P
16-33D-35 BTR	33	030S	050W	4301352163	19451	Indian	Fee	OW	P
14-22-46 DLB	22	040S	060W	4301333660	17604	Indian	Indian	D	PA
13H-31-36 BTR	31	030S	060W	4301350465	18485	Indian	Fee	OW	PA
16X-23D-36 BTR	23	030S	060W	4301350623	18007	Indian	State	OW	PA
8-6-45 BTR	6	040S	050W	4301350900	18561	Indian	Indian	OW	PA
13-13-36 BTR	13	030S	060W	4301350919	18364	Indian	Fee	OW	PA
7-28-46 DLB	28	040S	060W	4301333569	16460	Indian	Indian	OW	S
5-21-36 BTR	21	030S	060W	4301333641	16674	Indian	Fee	GW	S
13-26-36 BTR	26	030S	060W	4301333980	17569	Indian	Fee	OW	S
14-1-46 BTR	1	040S	060W	4301334113	18516	Indian	Indian	OW	S
16-21-36 BTR	21	030S	060W	4301334130	17721	Indian	Fee	OW	S
14-21-36 BTR	21	030S	060W	4301334131	18006	Indian	Fee	OW	S
7-16-36 BTR	16	030S	060W	4301334133	17834	Indian	Fee	OW	S
1-30-36 BTR	30	030S	060W	4301334134	17905	Indian	Fee	OW	S
16-30-36 BTR	30	030S	060W	4301334135	18005	Indian	Fee	OW	S
3-23-36 BTR	23	030S	060W	4301334137	17860	Indian	Fee	OW	S
16-16-36 BTR	16	030S	060W	4301334138	17666	Indian	Fee	OW	S

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4-26-36 BTR	26	030S	060W	4301334139	17620	Fee	Fee	OW	S
9-11-36 BTR	11	030S	060W	4301334276	17451	Indian	Fee	OW	S
3-36-36 BTR	36	030S	060W	4301350398	17955	Indian	Fee	OW	S
7-10-36 BTR	10	030S	060W	4301350437	18052	Indian	Fee	OW	S
16-12D-46 BTR	12	040S	060W	4301350467	18051	Indian	Indian	OW	S
13H-13-46 BTR	13	040S	060W	4301350468	18208	Indian	Indian	OW	S
13-12-46 BTR	12	040S	060W	4301350469	18233	Indian	Indian	OW	S
14-8D-36 BTR	8	030S	060W	4301350612	18163	Indian	Fee	OW	S
14-7D-36 BTR	7	030S	060W	4301350613	18330	Indian	Fee	OW	S
16-9-36 BTR	9	030S	060W	4301350645	18078	Indian	Fee	OW	S
7-27-37 BTR	27	030S	070W	4301350647	18090	Indian	Fee	OW	S
16-12D-37 BTR	12	030S	070W	4301350785	18446	Indian	Fee	OW	S
14-21D-37 BTR	21	030S	070W	4301350859	18548	Indian	Fee	OW	S
10-18D-36 BTR	18	030S	060W	4301350915	18884	Indian	Fee	OW	S
5-27D-36	27	030S	060W	4301350917	18482	Indian	State	OW	S
10-36D-36 BTR	36	030S	060W	4301351005	18523	Indian	Fee	OW	S
14-6D-45 BTR	6	040S	050W	4301351158	18967	Indian	Indian	OW	S
5H-1-46 BTR UTELAND BUTTE	6	040S	050W	4301351215	18728	Indian	Indian	OW	S
5H-1-46 BTR WASATCH	6	040S	050W	4301351216	18727	Indian	Indian	OW	S
1-25D-36 BTR	25	030S	060W	4301351294	18798	Indian	Fee	OW	S
5-5D-35 BTR	5	030S	050W	4301351605	19055	Indian	Fee	OW	S
16-23-36 BTR	23	030S	060W	4301333971	17182	Indian	Fee	OW	TA
LC TRIBAL 14-23D-47	23	040S	070W	4301334022	18616	Indian	Indian	OW	TA
5-32D-36 BTR	32	030S	060W	4301350756	18328	Indian	Fee	OW	TA



October 20, 2016

Re: Bill Barrett Corporation Transfer to New Operator

Dear Ms. Medina:

Attached please find the change of operation Form 9, Form 5's and Request to Transfer APD form changing the operator from Bill Barrett Corporation to RIG II, LLC, effective 11/1/2016. Badlands Energy – Utah, LLC will be a sub-operator.

New Operator Contact information:

RIG II, LLC
1582 West 2600 South
Woods Cross, Utah 84087-0298
Telephone: (801) 683-4245
Fax: (801) 298-9889

Upon reviewing the attached, please contact myself with any questions at 303-312-8115.

Sincerely,

Bill Barrett Corporation

Brady Riley
Permit Analyst

RECEIVED
OCT 21 2016
DIV. OF OIL, GAS & MINING

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

FORM 9

SUNDRY NOTICES AND REPORTS ON WELLS

Do not use this form for proposals to drill new wells, significantly deepen existing wells below current bottom-hole depth, reenter plugged wells, or to drill horizontal laterals. Use APPLICATION FOR PERMIT TO DRILL form for such proposals.

5. LEASE DESIGNATION AND SERIAL NUMBER:
(see attached well list)

6. IF INDIAN, ALLOTTEE OR TRIBE NAME:

N/A

7. UNIT or CA AGREEMENT NAME:

8. WELL NAME and NUMBER:
(see attached well list)

9. API NUMBER:

10. FIELD AND POOL, OR WILDCAT:

1. TYPE OF WELL

OIL WELL ☒

GAS WELL ☐

OTHER

2. NAME OF OPERATOR:

RIG II, LLC

N4055

3. ADDRESS OF OPERATOR:

1582 West 2600 South

CITY Wood Cross

STATE UT

ZIP 84087

PHONE NUMBER:

(801) 683-4245

4. LOCATION OF WELL

FOOTAGES AT SURFACE: (see attached well list)

COUNTY:

QTR/QTR, SECTION, TOWNSHIP, RANGE, MERIDIAN:

STATE:

UTAH

11. CHECK APPROPRIATE BOXES TO INDICATE NATURE OF NOTICE, REPORT, OR OTHER DATA

TYPE OF SUBMISSION

TYPE OF ACTION

☒ NOTICE OF INTENT
(Submit in Duplicate)

Approximate date work will start:

11/1/2016

☐ SUBSEQUENT REPORT
(Submit Original Form Only)

Date of work completion:

☐ ACIDIZE

☐ ALTER CASING

☐ CASING REPAIR

☐ CHANGE TO PREVIOUS PLANS

☐ CHANGE TUBING

☐ CHANGE WELL NAME

☐ CHANGE WELL STATUS

☐ COMINGLE PRODUCING FORMATIONS

☐ CONVERT WELL TYPE

☐ DEEPEN

☐ FRACTURE TREAT

☐ NEW CONSTRUCTION

☒ OPERATOR CHANGE

☐ PLUG AND ABANDON

☐ PLUG BACK

☐ PRODUCTION (START/RESUME)

☐ RECLAMATION OF WELL SITE

☐ RECOMPLETE - DIFFERENT FORMATION

☐ REPERFORATE CURRENT FORMATION

☐ SIDETRACK TO REPAIR WELL

☐ TEMPORARILY ABANDON

☐ TUBING REPAIR

☐ VENT OR FLARE

☐ WATER DISPOSAL

☐ WATER SHUT-OFF

☐ OTHER:

12. DESCRIBE PROPOSED OR COMPLETED OPERATIONS. Clearly show all pertinent details including dates, depths, volumes, etc.

RIG II, LLC IS SUBMITTING THIS SUNDRY AS NOTIFICATION THAT THE WELLS LISTED ON THE ATTACHED LIST HAVE BEEN SOLD TO RIG II, LLC BY BILL BARRETT CORPORATION EFFECTIVE 11/1/2016. PLEASE REFER ALL FUTURE CORRESPONDENCE TO THE ADDRESS BELOW.

RIG II, LLC

1582 West 2600 South

Woods Cross, Utah 84087-0298

801-683-4245

(STATE/FEE BOND # 9219529/ BLM BOND # UTB000712/ BIA BOND # LPM9224670)

BILL BARRETT CORPORATION N4165

Duane Zavala

NAME (PLEASE PRINT)

Duane Zavala

SIGNATURE

Senior Vice President -

EH&S, Government and Regulatory Affairs

RIG II, LLC

Jesse McSwain

NAME (PLEASE PRINT)

Jesse McSwain

SIGNATURE

Manager

NAME (PLEASE PRINT) Jesse McSwain

TITLE Manager

SIGNATURE

Jesse McSwain

DATE

10/20/16

(This space for State use only)

APPROVED

NOV 07 2016

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

Request to Transfer Application or Permit to Drill

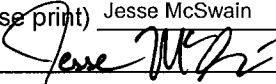
(This form should accompany a Sundry Notice, Form 9, requesting APD transfer)

Well name:	(See attached list)
API number:	
Location:	Qtr-Qtr: Section: Township: Range:
Company that filed original application:	Bill Barrett Corporation
Date original permit was issued:	
Company that permit was issued to:	Bill Barrett Corporation

Check one	Desired Action:
	Transfer pending (unapproved) Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property, hereby verifies that the information as submitted in the pending Application for Permit to Drill, remains valid and does not require revision. The new owner of the application accepts and agrees to the information and procedures as stated in the application.
<input checked="" type="checkbox"/>	Transfer approved Application for Permit to Drill to new operator
	The undersigned as owner with legal rights to drill on the property as permitted, hereby verifies that the information as submitted in the previously approved application to drill, remains valid and does not require revision.

Following is a checklist of some items related to the application, which should be verified.	Yes	No
If located on private land, has the ownership changed?	<input checked="" type="checkbox"/>	<input type="checkbox"/>
<input type="checkbox"/> If so, has the surface agreement been updated?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have any wells been drilled in the vicinity of the proposed well which would affect the spacing or siting requirements for this location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any unit or other agreements put in place that could affect the permitting or operation of this proposed well?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any changes to the access route including ownership or right-of-way, which could affect the proposed location?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Has the approved source of water for drilling changed?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Have there been any physical changes to the surface location or access route which will require a change in plans from what was discussed at the onsite evaluation?	<input type="checkbox"/>	<input checked="" type="checkbox"/>
Is bonding still in place, which covers this proposed well? Bond No. <small>9219529-UDOGM / UTB000712-BLM / LPM9224670-BIA</small>	<input checked="" type="checkbox"/>	<input type="checkbox"/>

Any desired or necessary changes to either a pending or approved Application for Permit to Drill that is being transferred, should be filed on a Sundry Notice, Form 9, or amended Application for Permit to Drill, Form 3, as appropriate, with necessary supporting information as required.

Name (please print) Jesse McSwain Title Manager
Signature  Date 10/20/16
Representing (company name) RIG II, LLC

The person signing this form must have legal authority to represent the company or individual(s) to be listed as the new operator on the Application for Permit to Drill.

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

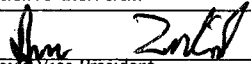
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

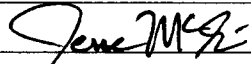
Well Name and Number 6-32-36 BTR SWD	API Number 4301350921
Location of Well Footage : 1628 FNL 1553 FWL County : DUCHENSE QQ, Section, Township, Range: SENW 32 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

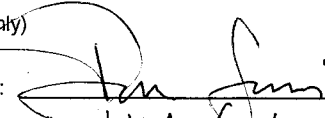
CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadii</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President -</u>
Phone: <u>(303) 293-9100</u>	Title: <u>EH&S, Government and Regulatory Affairs</u>
Comments:	Date: <u>10/20/16</u>

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: 
Title: UIC Geologist

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

UIC FORM 5

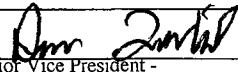
TRANSFER OF AUTHORITY TO INJECT

Well Name and Number 16-6D-46 BTR SWD	API Number 4301350781
Location of Well Footage : 0200 FSL 0099 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 6 4S 6W State : UTAH	Field or Unit Name ALTAMONT Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

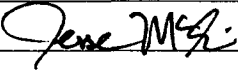
CURRENT OPERATOR

Company: BILL BARRETT CORPORATION
Address: 1099 18th Street Ste 2300
city DENVER state CO zip 80202
Phone: (303) 293-9100
Comments:


Name: Duane Zavadii
Signature: 
Senior Vice President -
Title: EH&S, Government and Regulatory Affairs
Date: 10/20/16

NEW OPERATOR

Company: RIG II, LLC
Address: 1582 West 2600 South
city Wood Cross state UT zip 84087
Phone: (801) 683-4245
Comments:

Name: Jesse McSwain
Signature: 
Title: Manager
Date: 10/20/16

(This space for State use only)

Transfer approved by: 
Title: VIC

Approval Date: 11/3/16

Comments:

STATE OF UTAH
DEPARTMENT OF NATURAL RESOURCES
DIVISION OF OIL, GAS AND MINING

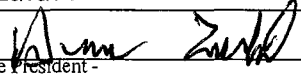
UIC FORM 5

TRANSFER OF AUTHORITY TO INJECT

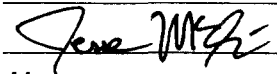
Well Name and Number SWD 9-36 BTR	API Number 4301350646
Location of Well Footage : 0539 FSL 0704 FEL County : DUCHESNE QQ, Section, Township, Range: SESE 9 3S 6W State : UTAH	Field or Unit Name CEDAR RIM Lease Designation and Number 2OG0005608

EFFECTIVE DATE OF TRANSFER: 11/1/2016

CURRENT OPERATOR

Company: <u>BILL BARRETT CORPORATION</u>	Name: <u>Duane Zavadi</u>
Address: <u>1099 18th Street Ste 2300</u>	Signature: <u></u>
city <u>DENVER</u> state <u>CO</u> zip <u>80202</u>	Title: <u>Senior Vice President - EH&S, Government and Regulatory Affairs</u>
Phone: <u>(303) 293-9100</u>	Date: <u>10/20/16</u>
Comments:	

NEW OPERATOR

Company: <u>RIG II, LLC</u>	Name: <u>Jesse McSwain</u>
Address: <u>1582 West 2600 South</u>	Signature: <u></u>
city <u>Wood Cross</u> state <u>UT</u> zip <u>84087</u>	Title: <u>Manager</u>
Phone: <u>(801) 683-4245</u>	Date: <u>10/20/16</u>
Comments:	

(This space for State use only)

Transfer approved by: _____ Approval Date: _____

Title: _____

Comments:

*This well was approved by USEPA.
EPA approval will be required.*